FORM 3

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐

APPLICATION FOR PERMIT TO DRILL	**1. WELL NAME and NUMBER** 14-8D-45 BTR
2. TYPE OF WORK DRILL NEW WELL ● REENTER P&A WELL ○ DEEPEN WELL ○	**3. FIELD OR WILDCAT** ALTAMONT
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO	**5. UNIT or COMMUNITIZATION AGREEMENT NAME**
6. NAME OF OPERATOR BILL BARRETT CORP	**7. OPERATOR PHONE** 303 312-8164
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202	**9. OPERATOR E-MAIL** dspencer@billbarrettcorp.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 14-20-H62-6265	**11. MINERAL OWNERSHIP** FEDERAL ○ INDIAN ● STATE ○ FEE ○
	12. SURFACE OWNERSHIP FEDERAL ○ INDIAN ● STATE ○ FEE ○
13. NAME OF SURFACE OWNER (if box 12 = 'fee')	**14. SURFACE OWNER PHONE (if box 12 = 'fee')**
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')	**16. SURFACE OWNER E-MAIL (if box 12 = 'fee')**
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Ute	**18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS** YES ○ (Submit Commingling Application) NO ●
	19. SLANT VERTICAL ○ DIRECTIONAL ● HORIZONTAL ○

20. LOCATION OF WELL	**FOOTAGES**	**QTR-QTR**	**SECTION**	**TOWNSHIP**	**RANGE**	**MERIDIAN**
LOCATION AT SURFACE	698 FSL 2522 FWL	SESW	8	4.0 S	5.0 W	U
Top of Uppermost Producing Zone	684 FSL 2257 FWL	SESW	8	4.0 S	5.0 W	U
At Total Depth	667 FSL 1999 FWL	SESW	8	4.0 S	5.0 W	U

21. COUNTY DUCHESNE	**22. DISTANCE TO NEAREST LEASE LINE (Feet)** 667	**23. NUMBER OF ACRES IN DRILLING UNIT** 640
	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2640	**26. PROPOSED DEPTH** MD: 8600 TVD: 8400
27. ELEVATION - GROUND LEVEL 6328	**28. BOND NUMBER** LPM8874725	**29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE** Duchesne City Culinary Water Dock

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

☑ **WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER**	☑ **COMPLETE DRILLING PLAN**
☐ **AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)**	☐ **FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER**
☑ **DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)**	☑ **TOPOGRAPHICAL MAP**

NAME Elaine Winick	**TITLE** Sr. Permit Analyst	**PHONE** 303 293-9100
SIGNATURE	**DATE** 12/22/2010	**EMAIL** ewinick@billbarrettcorp.com
API NUMBER ASSIGNED 43013505670000	**APPROVAL**	Permit Manager

Proposed Hole, Casing, and Cement						
String	**Hole Size**	**Casing Size**	**Top (MD)**	**Bottom (MD)**		
Cond	26	16	0	80		
Pipe	**Grade**	**Length**	**Weight**			
	Unknown	80	65.0			

Proposed Hole, Casing, and Cement						
String	**Hole Size**	**Casing Size**	**Top (MD)**	**Bottom (MD)**		
Prod	9.875	5.5	0	8600		
Pipe	**Grade**	**Length**	**Weight**			
	Grade P-110 LT&C	8600	17.0			

Proposed Hole, Casing, and Cement						
String	**Hole Size**	**Casing Size**	**Top (MD)**	**Bottom (MD)**		
Surf	14.75	10.75	0	3000		
Pipe	**Grade**	**Length**	**Weight**			
	Grade J-55 Buttress	3000	45.5			

BILL BARRETT CORPORATION
DRILLING PLAN
12/14/2010

14-8D-45 BTR Well Pad
SESW, 698' FSL, 2522' FWL, Section 8, T4S, R5W, USB&M (surface hole)
SESW, 667' FSL, 1999' FWL, Section 8, T4S, R5W, USB&M (bottom hole)
Duchesne County, UT

---

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

Formation	Depth – MD	Depth – TVD
Lower Green River	4686'*	4662'
Douglas Creek	5556'	5517'
Black Shale	6418'	6372'
Castle Peak	6648'	6602'
Wasatch	7178'*	7132'
TD	8600'	8400'

*PROSPECTIVE PAY
The Wasatch and the Lower Green River are primary objectives for oil/gas.

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 3000'	No pressure control required
3000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
26"	Surface	80'	16"	65#			
14 3/4"	surface	3000'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 8-3/4"	surface	TD	5 ½"	17#	P-110	LT&C	New
NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).							

5. Cementing Program

Casing	Cement
16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 790 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft^3/sx) circulated to surface with 75% excess. Tail with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft^3/sx). Calculated hole volume with 75% excess.
9-7/8 hole for 5 ½" Production Casing May reduce hole size to 8-3/4" at 6000' if minimal hole problems.	Lead with approximately 830 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). Tail with approximately 970 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). Planned TOC surface.
NOTE: If 7-5/8" casing is necessary, cement with Lead with approximately 700 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). Tail with approximately 240 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). Planned TOC surface. We will perform a FIT to 10.2 ppg after drilling 20' of new hole. **The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.**	

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 3000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3000' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.
NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.	

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4237 psi* and maximum anticipated surface pressure equals approximately 2389 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)
**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

a) Upper kelly cock; lower Kelly cock will be installed while drilling
b) Inside BOP or stab-in valve (available on rig floor)
c) Safety valve(s) and subs to fit all string connections in use
d) Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

11. Drilling Schedule

Location Construction:	Approximately 6/20/2011
Spud:	Approximately 7/15/2011
Duration:	15 days drilling time
	45 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes with one (1) remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Pressure gauge on choke manifold.
13. Fill-up line above the uppermost preventer.

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yieldstrength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirmentsof the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2.*

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2.* The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

Well Name:	14-8D-45 BTR

Surface Hole Data:

Total Depth:	3,000'
Top of Cement:	0'
OD of Hole:	14.750"
OD of Casing:	10.750"

Calculated Data:

Lead Volume:	2433.9	ft^3
Lead Fill:	2,500'	
Tail Volume:	486.8	ft^3
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft^3/sk
% Excess:	75%	
Top of Lead:	0'	

Tail Yield:	1.36	ft^3/sk
% Excess:	75%	
Top of Tail:	2,500'	

Calculated # of Sacks:

# SK's Lead:	790
# SK's Tail:	360

Production Hole Data:

Total Depth:	8,600'
Top of Cement:	0'
Top of Tail:	5,000'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1894.4	ft^3
Lead Fill:	5,000'	
Tail Volume:	1364.1	ft^3
Tail Fill:	3,600'	

Cement Data:

Lead Yield:	2.31	ft^3/sk
Tail Yield:	1.42	ft^3/sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	830
# SK's Tail:	970

'APIWellNo:43013505670000'

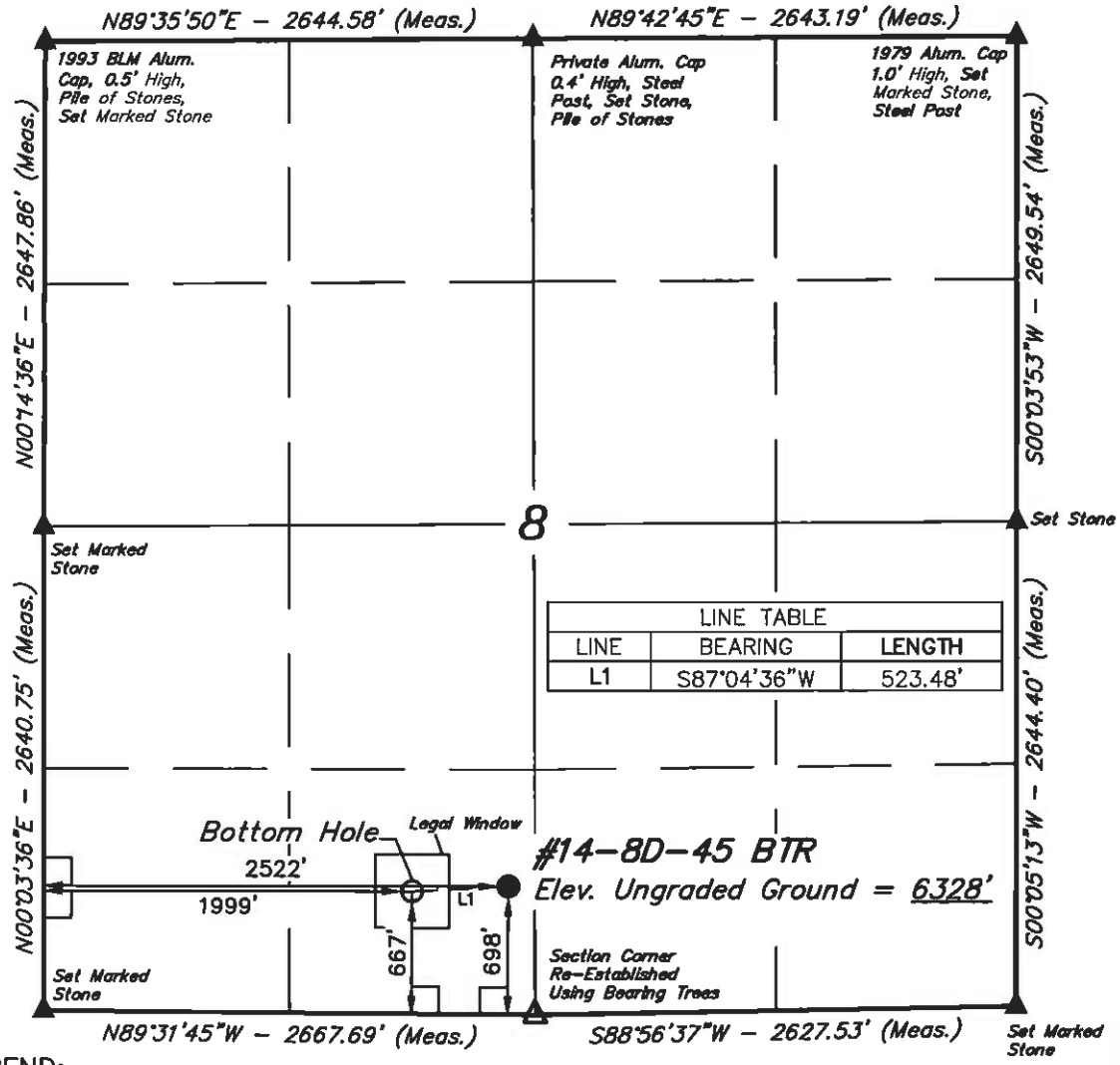
14-8D-45 BTR Proposed Cementing Program

Job Recommendation			**Surface Casing**
Lead Cement - (2500' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft^3/sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	2,500'	
	Volume:	433.46	bbl
	Proposed Sacks:	**790**	**sks**
Tail Cement - (TD - 2500')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft^3/sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	2,500'	
	Calculated Fill:	500'	
	Volume:	86.69	bbl
	Proposed Sacks:	**360**	**sks**

Job Recommendation			**Production Casing**
Lead Cement - (5000' - 0')			
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft^3/sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	5,000'	
	Volume:	337.39	bbl
	Proposed Sacks:	**830**	**sks**
Tail Cement - (8600' - 5000')			
Econocem™ System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft^3/sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	5,000'	
	Calculated Fill:	3,600'	
	Volume:	242.94	bbl
	Proposed Sacks:	**970**	**sks**

'APIWellNo:43013505670000'

T4S, R5W, U.S.B.&M.



LINE TABLE		
LINE	BEARING	LENGTH
L1	S87°04'36"W	523.48'

BILL BARRETT CORPORATION

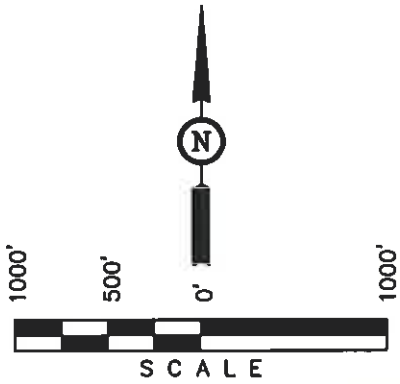
Well location, #14-8D-45 BTR, located as shown in the SE 1/4 SW 1/4 of Section 8, T4S, R5W, U.S.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE, QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY STATE OF UTAH

REVISED: 09-29-10

LEGEND:

- └ = 90° SYMBOL
- ● = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)
LATITUDE = 40°08'31.37" (40.142047)	LATITUDE = 40°08'31.64" (40.142122)
LONGITUDE = 110°28'35.23" (110.476453)	LONGITUDE = 110°28'28.50" (110.474583)
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)
LATITUDE = 40°08'31.52" (40.142089)	LATITUDE = 40°08'31.79" (40.142164)
LONGITUDE = 110°28'32.67" (110.475742)	LONGITUDE = 110°28'25.94" (110.473872)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST – VERNAL, UTAH 84078
(435) 789-1017

SCALE	DATE SURVEYED:	DATE DRAWN:
1" = 1000'	07-06-10	07-22-10
PARTY: T.A. J.J. C.H.	REFERENCES: G.L.O. PLAT	
WEATHER: WARM	FILE: BILL BARRETT CORPORATION	

BILL BARRETT CORPORATION

#14-8D-45 BTR

LOCATED IN DUCHESNE COUNTY, UTAH
SECTION 8, T4S, R5W, U.S.B.&M.

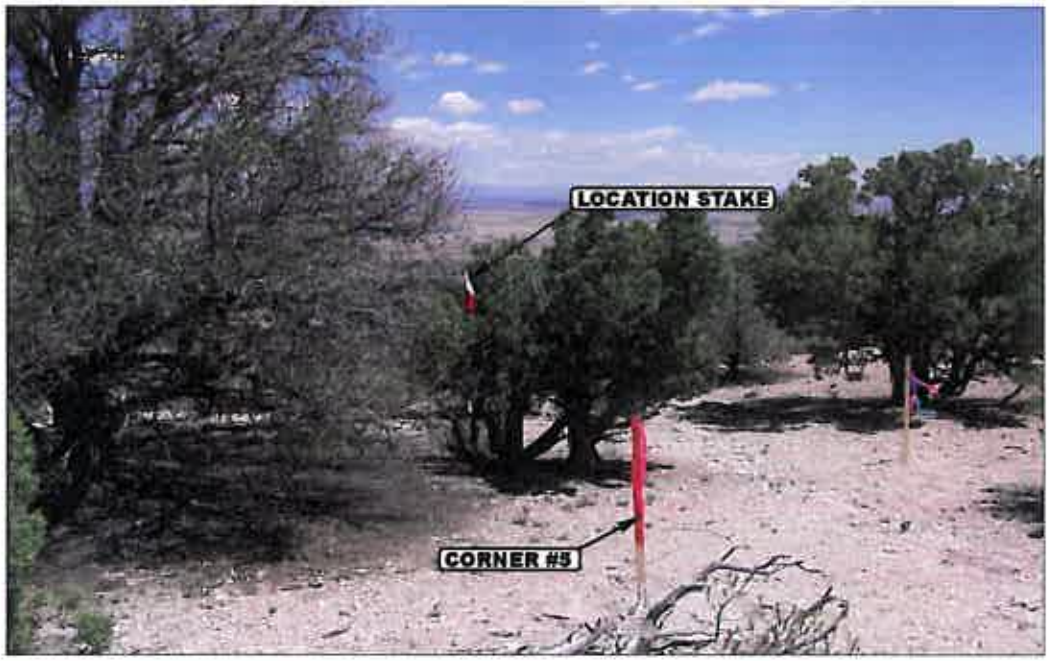
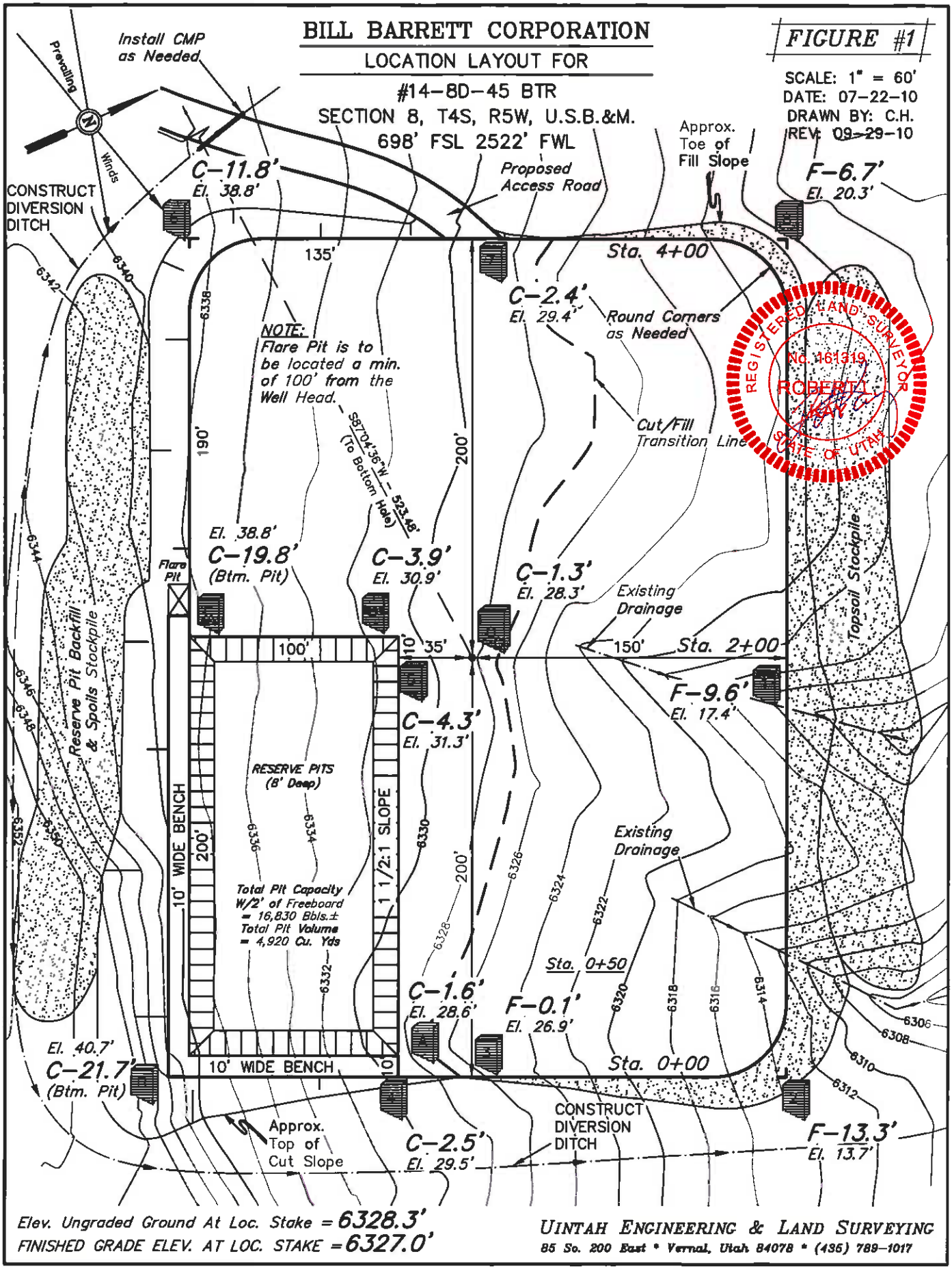


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE **CAMERA ANGLE: NORTHEASTERLY**

PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS **CAMERA ANGLE: EASTERLY**

- Since 1964 -
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

LOCATION PHOTOS	09 MONTH	20 DAY	10 YEAR	PHOTO
TAKEN BY: D.R.	DRAWN BY: J.J.	REVISED: 09-30-10		



BILL BARRETT CORPORATION

TYPICAL CROSS SECTION FOR

#14-8D-45 BTR

SECTION 8, T4S, R5W, U.S.B.&M.

698' FSL 2522' FWL

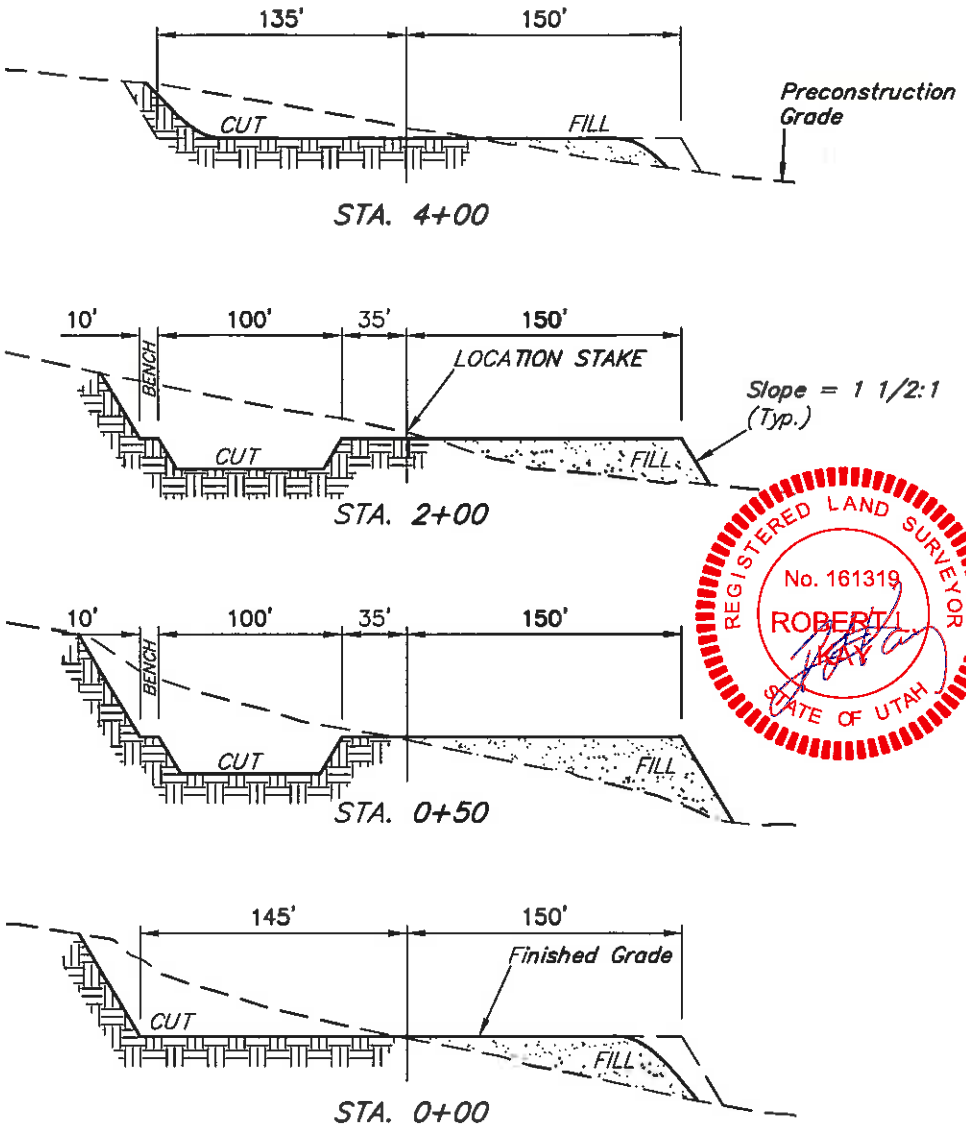
FIGURE #2

1" = 40'

X-Section Scale

1" = 100'

DATE: 07-22-10
DRAWN BY: C.H.
REV: 09-29-10



REGISTERED LAND SURVEYOR
No. 161319
ROBERT L.
STATE OF UTAH

NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE	*= ± 3.790 ACRES*
ACCESS ROAD DISTURBANCE	*= ± 0.130 ACRES*
PIPELINE DISTURBANCE	*= ± 0.134 ACRES*
POWERLINE DISTURBANCE	*= ± 0.587 ACRES*
TOTAL	*= ± 4.641 ACRES*

* *NOTE:*
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsoil Stripping	=	*5,290* Cu. Yds.
Remaining Location	=	*19,140* Cu. Yds.
TOTAL CUT	=	*24,430* CU.YDS.
FILL	=	*13,580* CU.YDS.

EXCESS MATERIAL	=	*10,850* Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	*7,750* Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	*3,100* Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
*85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017*

BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

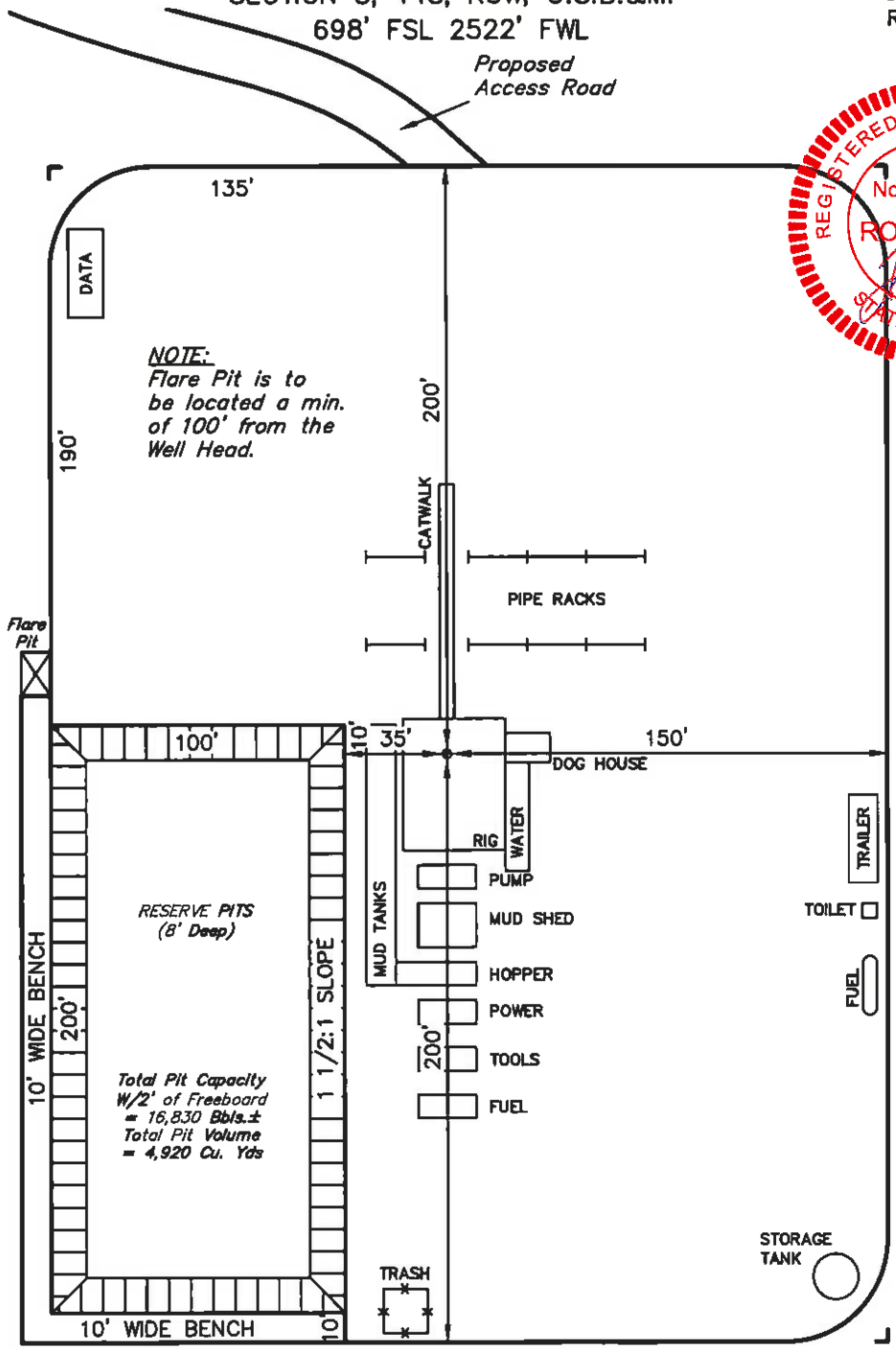
#14-8D-45 BTR

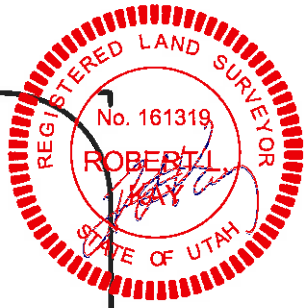
SECTION 8, T4S, R5W, U.S.B.&M.

698' FSL 2522' FWL

FIGURE #3

SCALE: 1" = 60'
DATE: 07-22-10
DRAWN BY: C.H.
REV: 09-29-10





UINTAH ENGINEERING & LAND SURVEYING
*85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017*

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA & ROAD RIGHT-OF-WAY ON UTE TRIBAL LANDS

(For #14-8D-45 BTR)

LOCATED IN
SECTION 8, T4S, R5W,
U.S.B.&M., DUCHESNE COUNTY, UTAH

ROAD RIGHT-OF-WAY DESCRIPTION

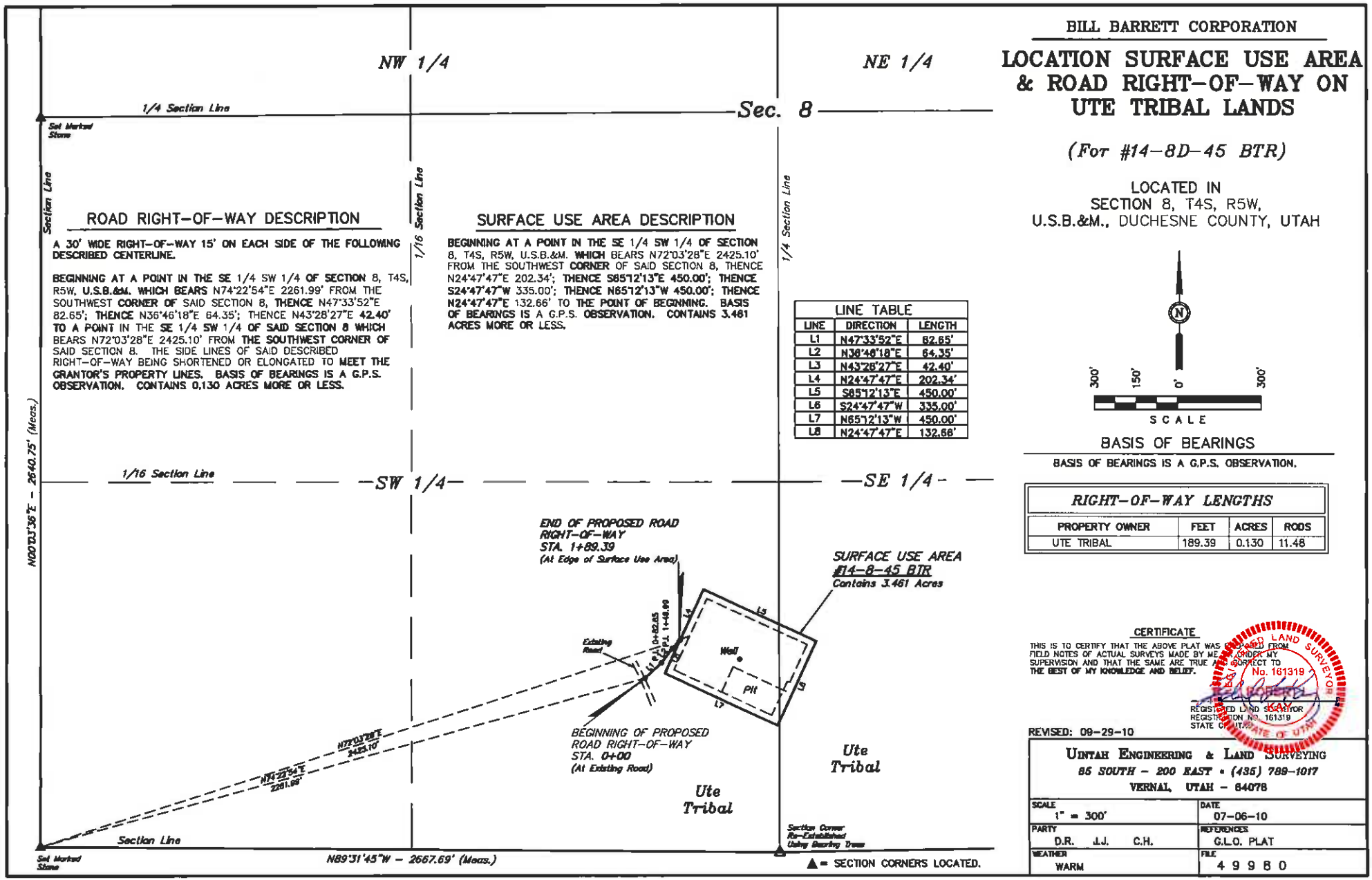
A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 8, T4S, R5W, U.S.B.&M. WHICH BEARS N74°22'54"E 2261.99' FROM THE SOUTHWEST CORNER OF SAID SECTION 8, THENCE N47°33'52"E 82.65'; THENCE N36°46'18"E 64.35'; THENCE N43°28'27"E 42.40' TO A POINT IN THE SE 1/4 SW 1/4 OF SAID SECTION 8 WHICH BEARS N72°03'28"E 2425.10' FROM THE SOUTHWEST CORNER OF SAID SECTION 8. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.130 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 8, T4S, R5W, U.S.B.&M. WHICH BEARS N72°03'28"E 2425.10' FROM THE SOUTHWEST CORNER OF SAID SECTION 8, THENCE N24°47'47"E 202.34'; THENCE S65°12'13"E 450.00'; THENCE S24°47'47"W 335.00'; THENCE N65°12'13"W 450.00'; THENCE N24°47'47"E 132.66' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.461 ACRES MORE OR LESS.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N47°33'52"E	82.65'
L2	N36°46'18"E	64.35'
L3	N43°28'27"E	42.40'
L4	N24°47'47"E	202.34'
L5	S65°12'13"E	450.00'
L6	S24°47'47"W	335.00'
L7	N65°12'13"W	450.00'
L8	N24°47'47"E	132.66'



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
UTE TRIBAL	189.39	0.130	11.48

SCALE: 300' 150' 0' 300'

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 09-29-10

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE: 1" = 300'	DATE: 07-06-10
PARTY: D.R. J.J. C.H.	REFERENCES: G.L.O. PLAT
WEATHER: WARM	FILE: 49980

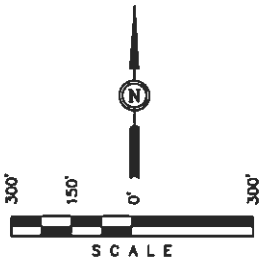
'APIWellNo:43013505670000'

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON UTE TRIBAL LANDS

(For #14-8D-45 BTR)

LOCATED IN
SECTION 8, T4S, R5W,
U.S.B.&M., DUCHESNE COUNTY, UTAH



BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
UTE TRIBAL	194.89	0.134	11.81

NW 1/4 — NE 1/4 — Sec. 8

Set Marked Stone — 1/4 Section Line — 1/16 Section Line — 1/4 Section Line

Section Line — N00°13'36"E - 2640.75' (Meas.)

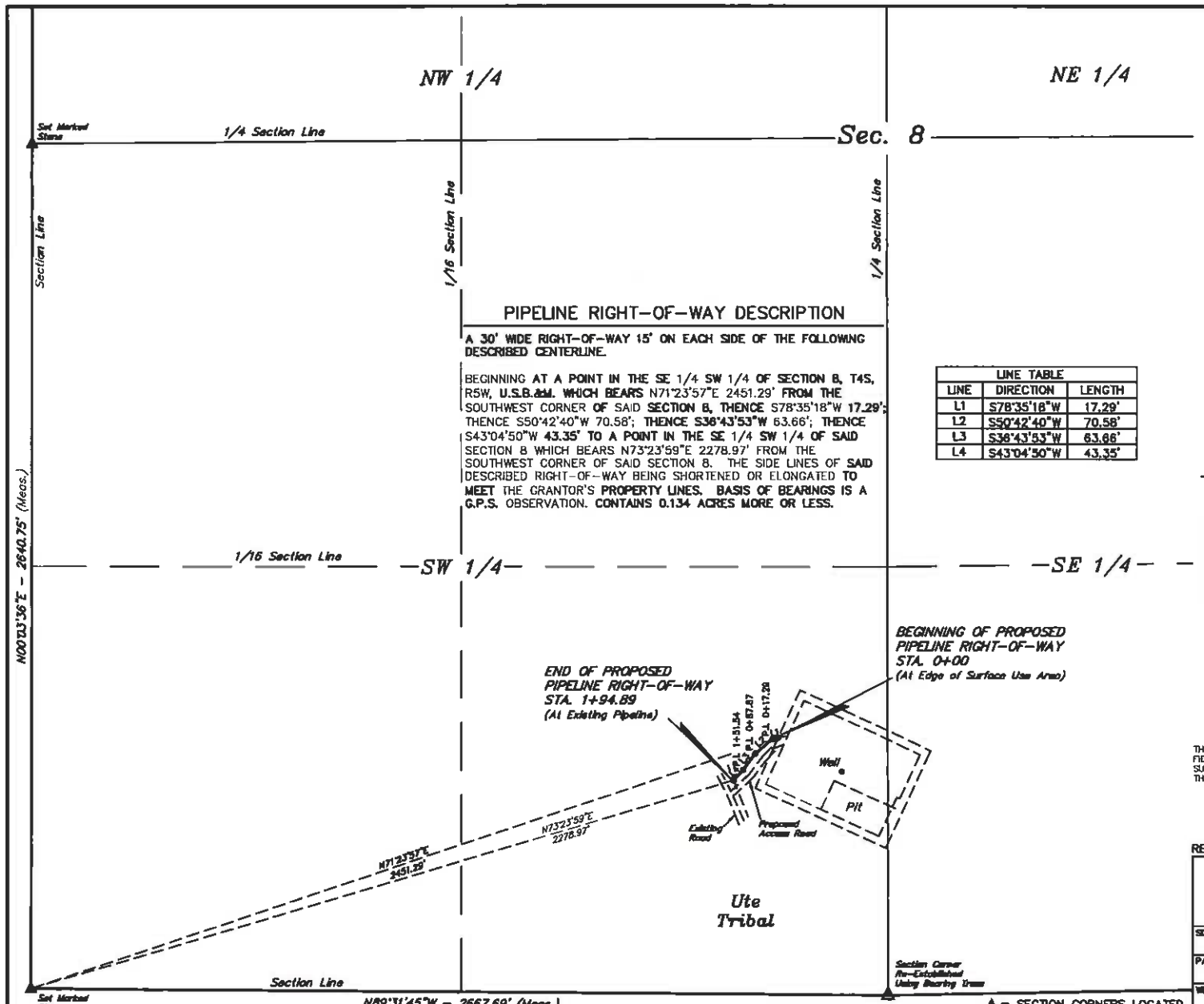
1/16 Section Line — SW 1/4 — SE 1/4

PIPELINE RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 8, T4S, R5W, U.S.B.&M. WHICH BEARS N71°23'57"E 2451.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 8, THENCE S78°35'18"W 17.29'; THENCE S50°42'40"W 70.58'; THENCE S36°43'53"W 63.66'; THENCE S43°04'50"W 43.35' TO A POINT IN THE SE 1/4 SW 1/4 OF SAID SECTION 8 WHICH BEARS N73°23'59"E 2278.97' FROM THE SOUTHWEST CORNER OF SAID SECTION 8. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.134 ACRES MORE OR LESS.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S78°35'18"W	17.29'
L2	S50°42'40"W	70.58'
L3	S36°43'53"W	63.66'
L4	S43°04'50"W	43.35'



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 09-29-10

UINTAH ENGINEERING & LAND SURVEYING
86 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE	DATE
1" = 300'	07-06-10
PARTY: D.R. J.J. C.H.	REFERENCES: G.L.O. PLAT
WEATHER: WARM	FILE: 4 9 9 8 1

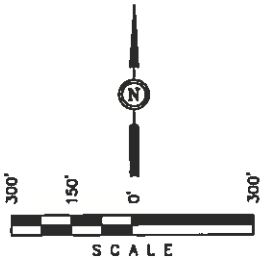
'APIWellNo:43013505670000'

BILL BARRETT CORPORATION

POWERLINE RIGHT-OF-WAY ON UTE TRIBAL LANDS

(For #14-8D-45 BTR)

LOCATED IN
SECTION 8, T4S, R5W,
U.S.B.&M., DUCHESNE COUNTY, UTAH



BASIS OF BEARINGS

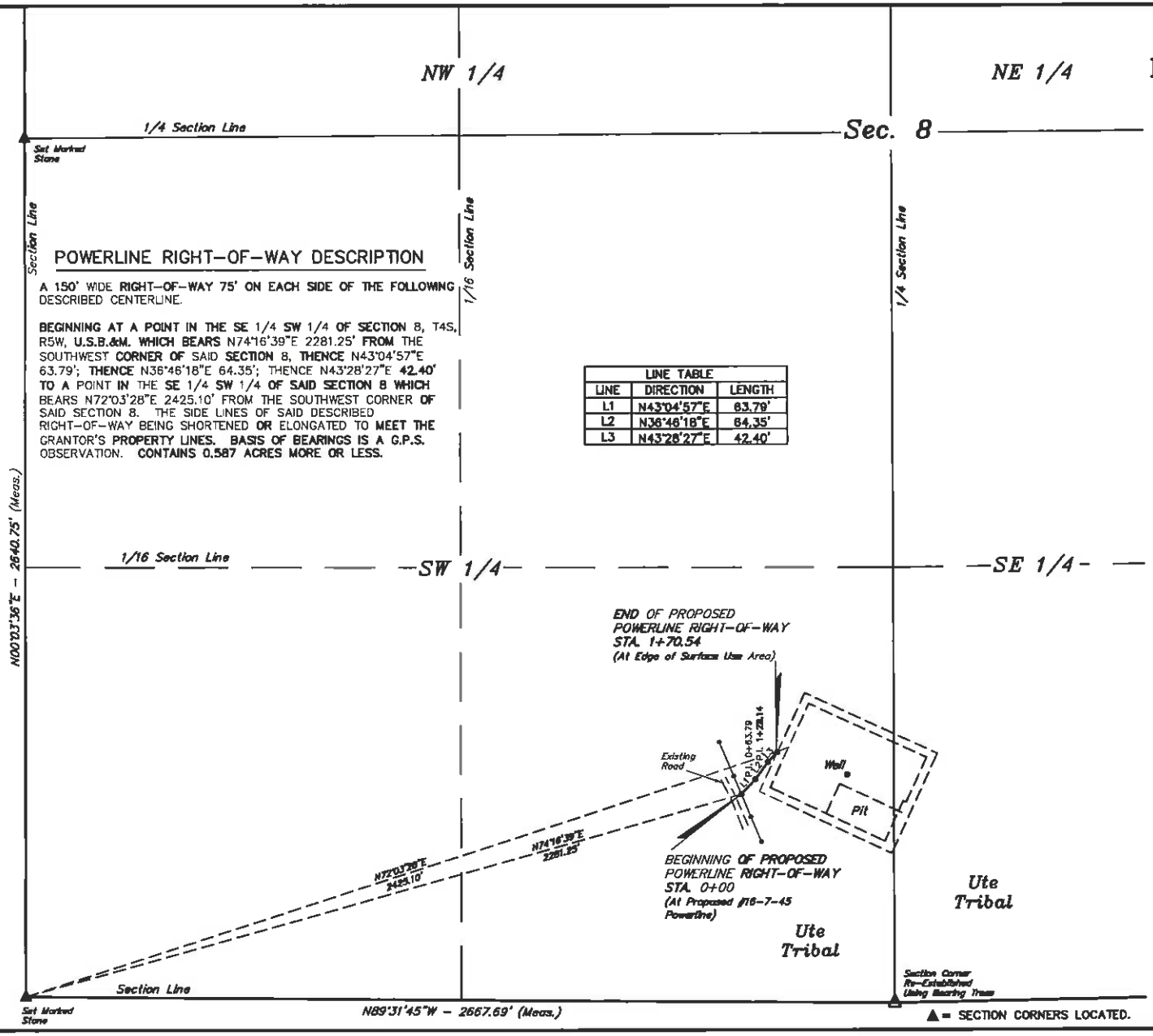
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

POWERLINE RIGHT-OF-WAY DESCRIPTION

A 150' WIDE RIGHT-OF-WAY 75' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 8, T4S, R5W, U.S.B.&M. WHICH BEARS N74°16'39"E 2281.25' FROM THE SOUTHWEST CORNER OF SAID SECTION 8, THENCE N43°04'57"E 63.79'; THENCE N36°46'18"E 64.35'; THENCE N43°28'27"E 42.40' TO A POINT IN THE SE 1/4 SW 1/4 OF SAID SECTION 8 WHICH BEARS N72°03'28"E 2425.10' FROM THE SOUTHWEST CORNER OF SAID SECTION 8. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.587 ACRES MORE OR LESS.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N43°04'57"E	63.79'
L2	N36°46'18"E	64.35'
L3	N43°28'27"E	42.40'



RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
UTE TRIBAL	170.54	0.587	10.34

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REVISED: 09-29-10

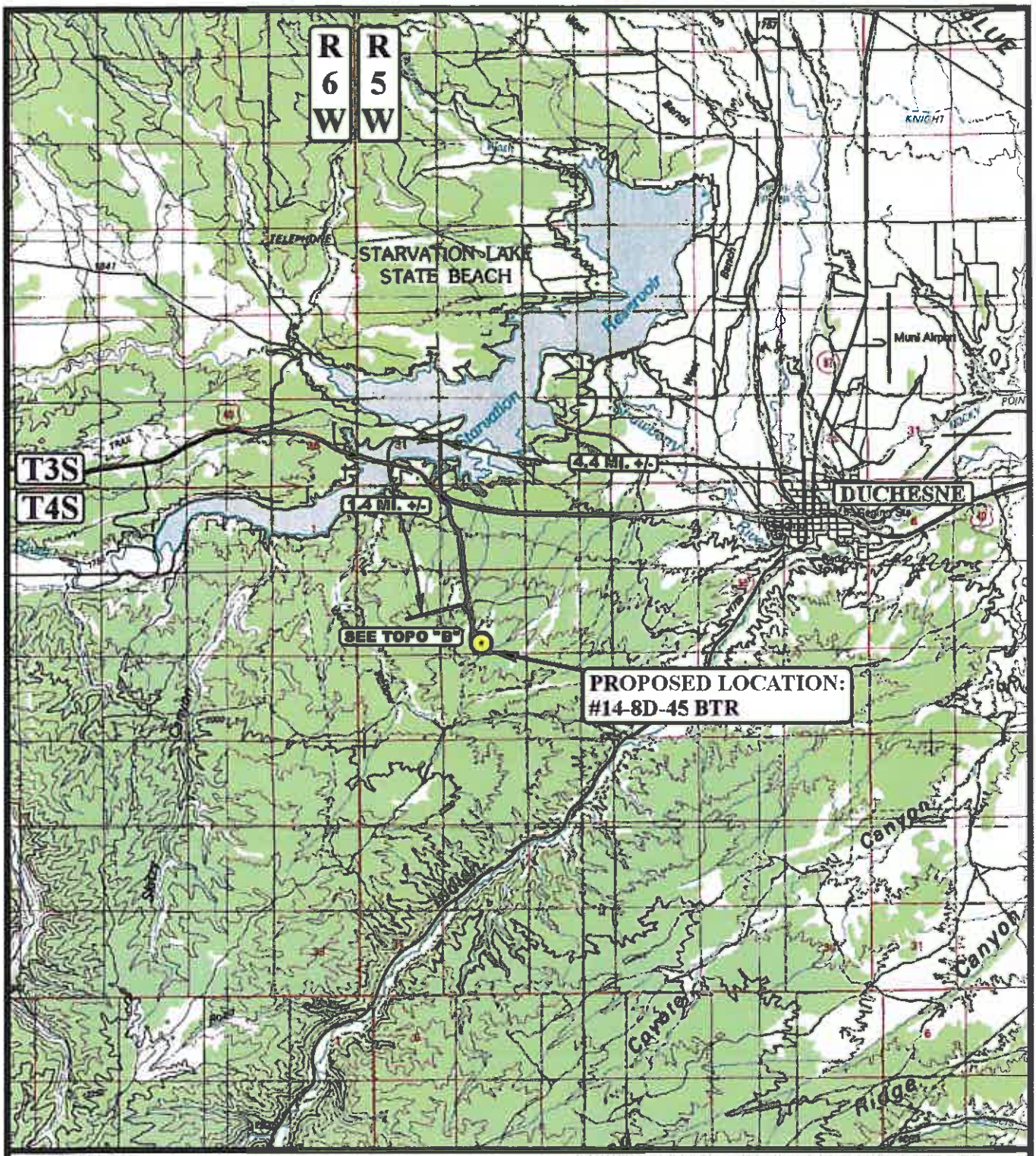
UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE: 1" = 300'	DATE: 07-06-10
PARTY: D.R. J.J. C.H.	REFERENCES: G.L.O. PLAT
WEATHER: WARM	FILE: 4 9 9 8 2

BILL BARRETT CORPORATION
#14-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM DUCHESNE, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 4.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHEAST; TURN LEFT AND PROCEED IN A SOUTHEASTELY DIRECTION APPROXIMATELY 1.4 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN RIGHT AND PROCEED IN A SOUTHWESTERLY, THEN SOUTHERLY DIRECTION APPROXIMATELY 0.5 MILES TO THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTHEAST; FOLLOW ROAD FLAGS IN A NORTHEASTERLY DIRECTION APPROXIMATELY 189' TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 6.3 MILES.



LEGEND:

PROPOSED LOCATION

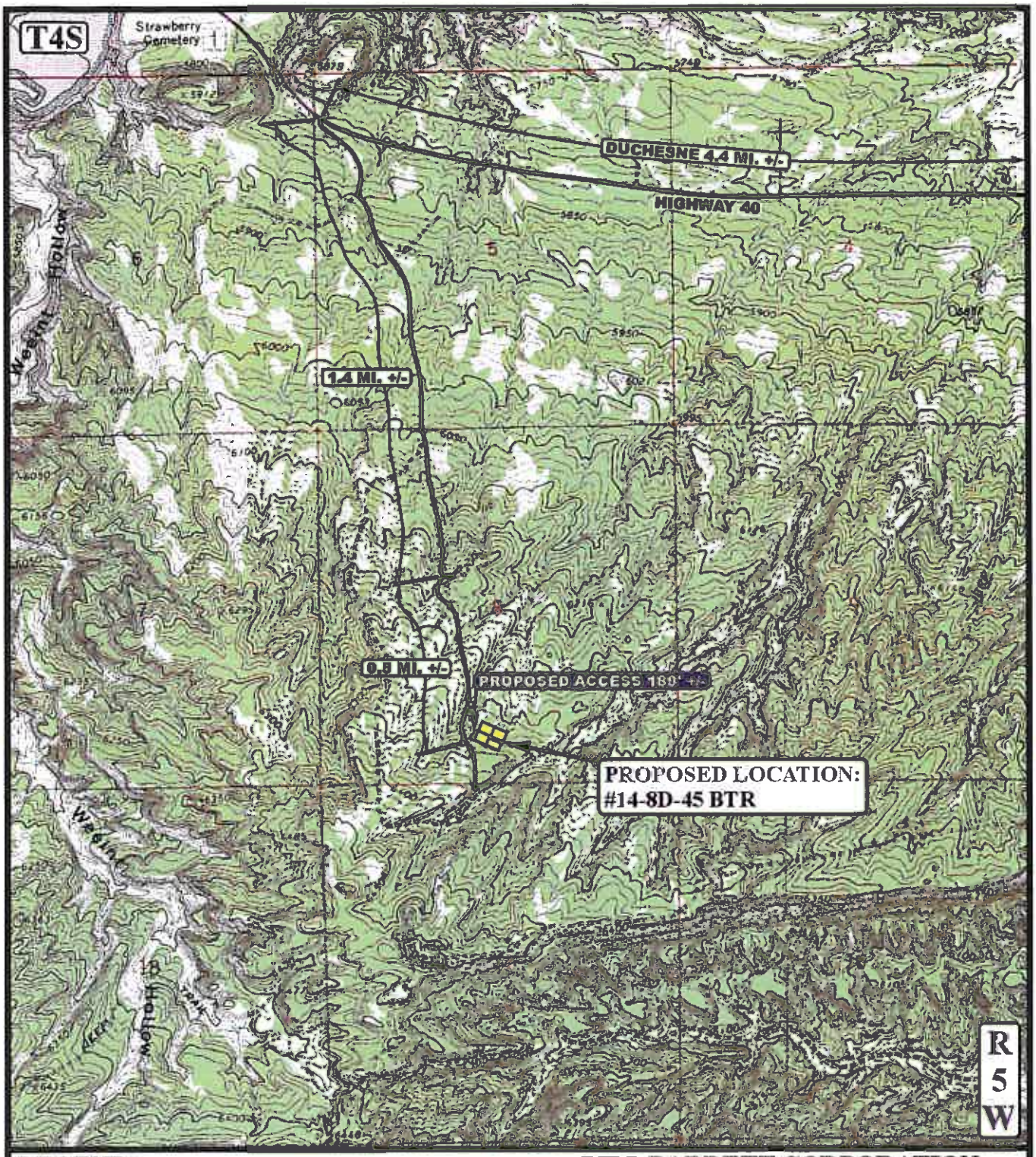
N

BILL BARRETT CORPORATION

#14-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
698' FSL 2522' FWL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	09 MONTH	20 DAY	10 YEAR	A TOPO
SCALE: 1 : 100,000	DRAWN BY: J.J.	REVISED: 09-30-10		



LEGEND:

EXISTING ROAD

PROPOSED ACCESS ROAD

N

BILL BARRETT CORPORATION

#14-8D-45 BTR

SECTION 8, T4S, R5W, U.S.B.&M.

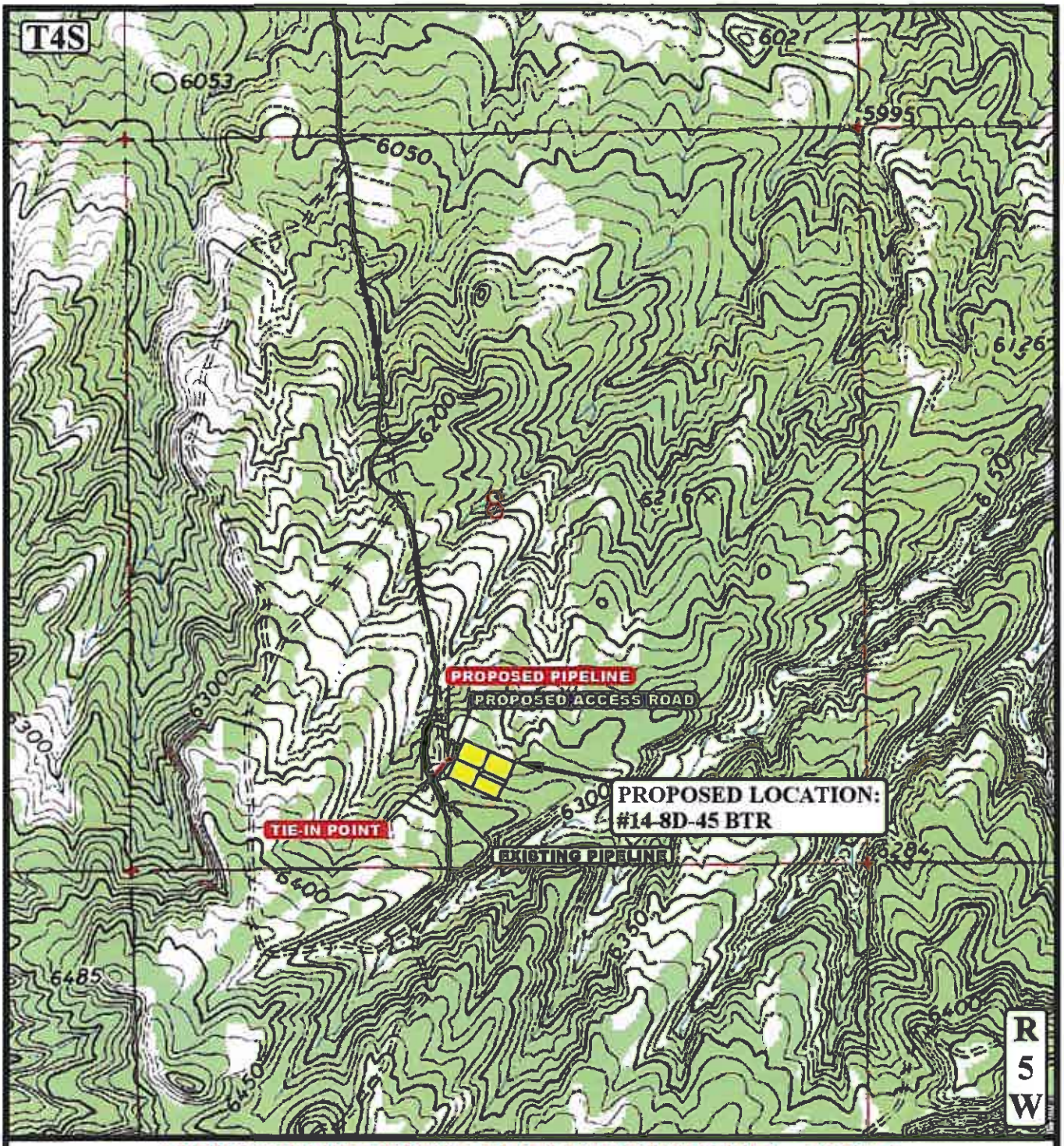
698' FSL 2522' FWL

Uintah Engineering & Land Surveying

85 South 200 East Vernal, Utah 84078

(435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD MAP	09 MONTH	20 DAY	10 YEAR	B TOPO
SCALE: 1" = 2000'	DRAWN BY: J.J.	REVISED: 09-30-10		



APPROXIMATE TOTAL PIPELINE DISTANCE = 195' +/-

LEGEND:

PROPOSED ACCESS ROAD
EXISTING PIPELINE
PROPOSED PIPELINE

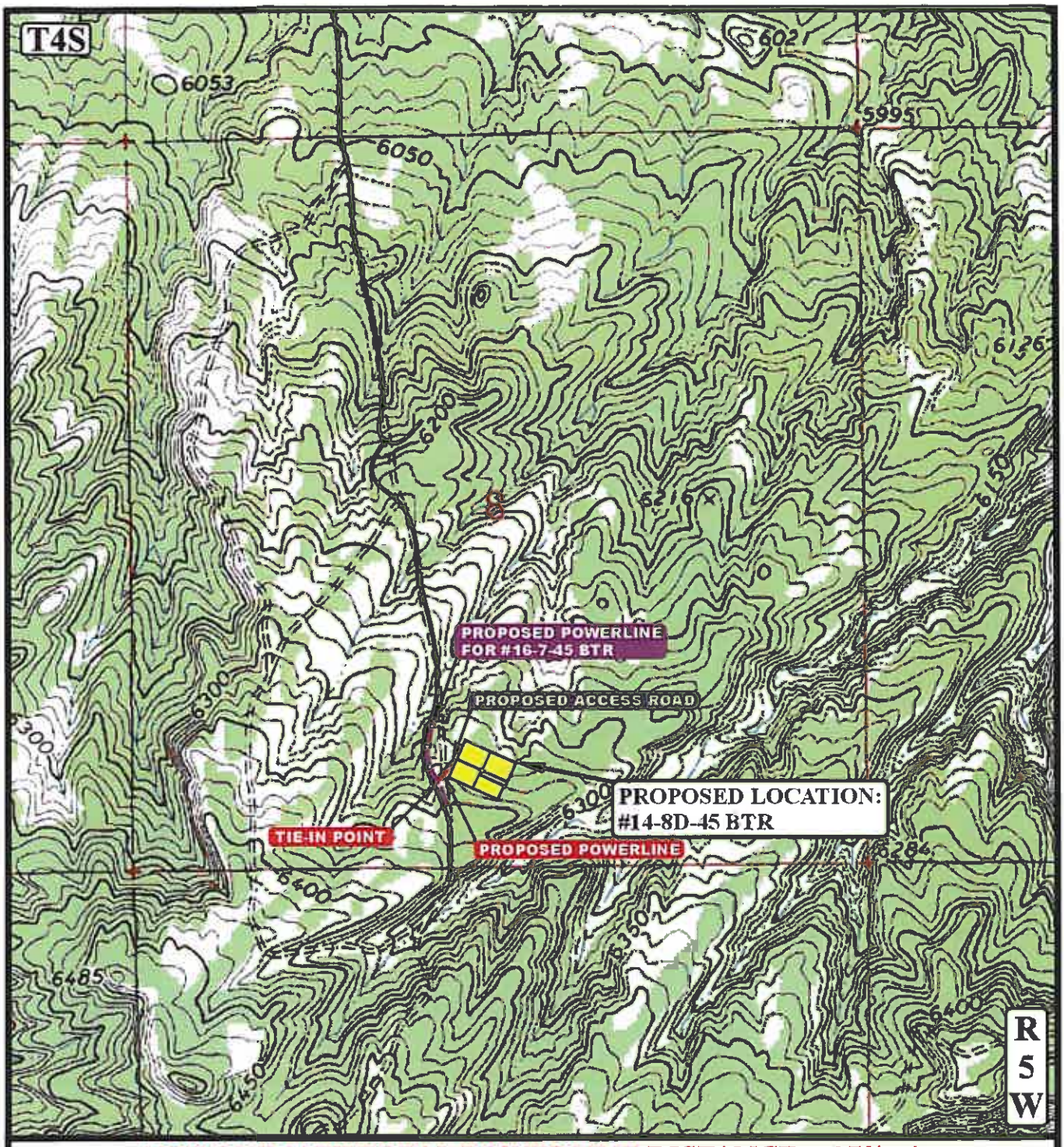
N

BILL BARRETT CORPORATION

#14-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
698' FSL 2522' FWL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	09 MONTH	20 DAY	10 YEAR	C TOPO
SCALE: 1" = 1000'	DRAWN BY: J.J.	REVISED: 09-30-10		



APPROXIMATE TOTAL POWERLINE DISTANCE = 170' +/-

LEGEND:

PROPOSED ACCESS ROAD
PROPOSED POWERLINE
PROPOSED POWERLINE (SERVICING OTHER WELLS)

N

BILL BARRETT CORPORATION

#14-8D-45 BTR
SECTION 8, T4S, R5W, U.S.B.&M.
698' FSL 2522' FWL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	09 MONTH	20 DAY	10 YEAR	D TOPO
SCALE: 1" = 1000'	DRAWN BY: J.J.	REVISED: 09-30-10		

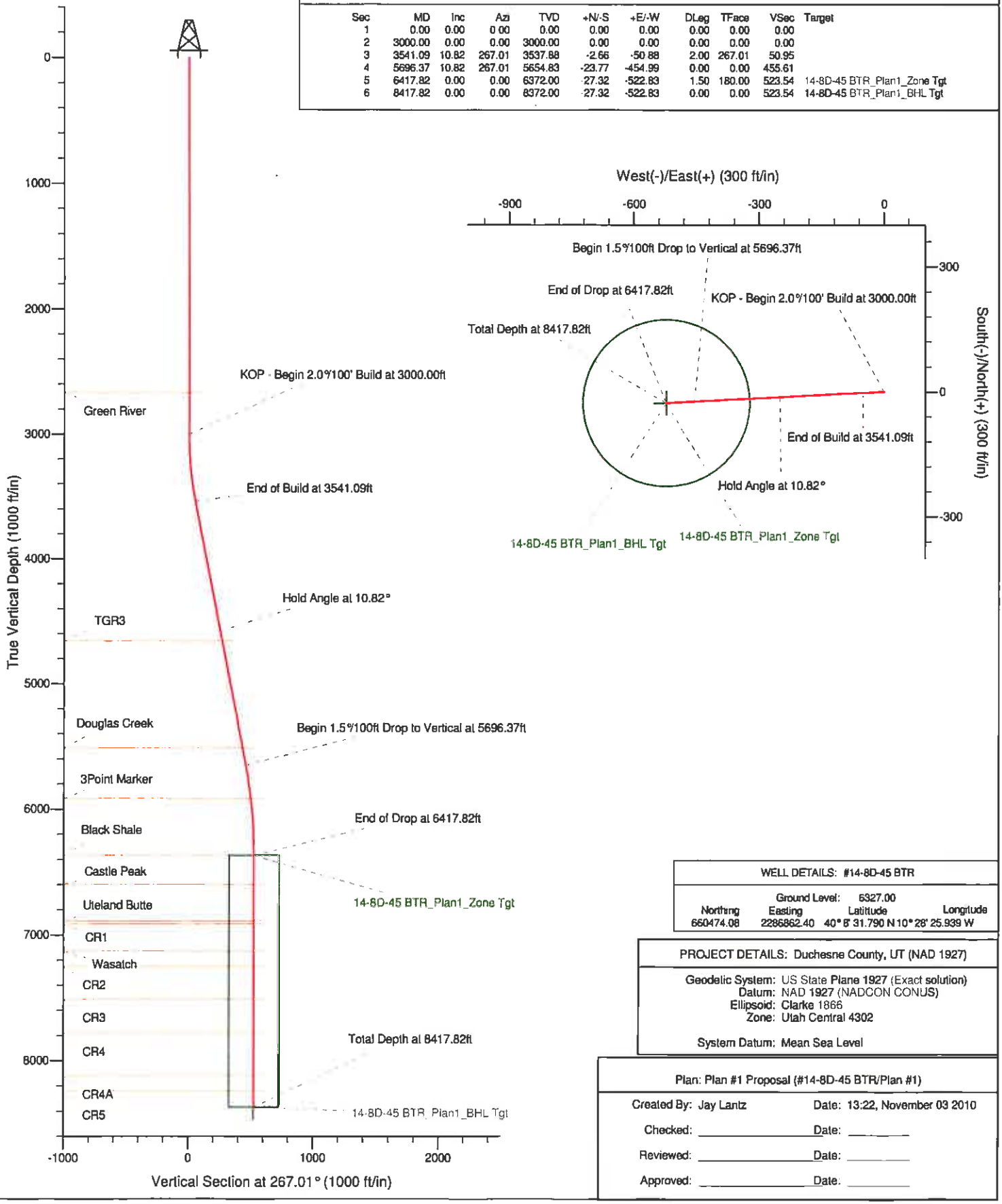
Project: Duchesne County, UT (NAD 1927)
Site: Sec. 8-T4S-R5W
Well: #14-8D-45 BTR
Wellbore: Plan #1
Plan: Plan #1 Proposal

Bill Barrett Corp

HALLIBURTON
Sperry Drilling

SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
2	3000.00	0.00	0.00	3000.00	0.00	0.00	0.00	0.00	0.00	
3	3541.09	10.82	267.01	3537.88	-2.66	-50.88	2.00	267.01	50.95	
4	5696.37	10.82	267.01	5654.83	-23.77	-454.99	0.00	0.00	455.61	
5	6417.82	0.00	0.00	6372.00	-27.32	-522.83	1.50	180.00	523.54	14-8D-45 BTR_Plan1_Zone Tgt
6	8417.82	0.00	0.00	8372.00	-27.32	-522.83	0.00	0.00	523.54	14-8D-45 BTR_Plan1_BHL Tgt



WELL DETAILS: #14-8D-45 BTR

Ground Level: 6327.00

Northing	Easting	Latitude	Longitude
660474.08	2286862.40	40° 5' 31.790 N	110° 28' 25.939 W

PROJECT DETAILS: Duchesne County, UT (NAD 1927)

Geodetic System: US State Plane 1927 (Exact solution)
Datum: NAD 1927 (NADCON CONUS)
Ellipsoid: Clarke 1866
Zone: Utah Central 4302

System Datum: Mean Sea Level

Plan: Plan #1 Proposal (#14-8D-45 BTR/Plan #1)

Created By: Jay Lantz Date: 13:22, November 03 2010

Checked: _____ Date: _____

Reviewed: _____ Date: _____

Approved: _____ Date: _____

Plan Report for #14-8D-45 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
100.00	0.00	0.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
200.00	0.00	0.00	200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
300.00	0.00	0.00	300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
400.00	0.00	0.00	400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
500.00	0.00	0.00	500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
600.00	0.00	0.00	600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
700.00	0.00	0.00	700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
800.00	0.00	0.00	800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
900.00	0.00	0.00	900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,000.00	0.00	0.00	1,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,100.00	0.00	0.00	1,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,200.00	0.00	0.00	1,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,300.00	0.00	0.00	1,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,400.00	0.00	0.00	1,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,500.00	0.00	0.00	1,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,600.00	0.00	0.00	1,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,700.00	0.00	0.00	1,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,800.00	0.00	0.00	1,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1,900.00	0.00	0.00	1,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,000.00	0.00	0.00	2,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,100.00	0.00	0.00	2,100.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,200.00	0.00	0.00	2,200.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,300.00	0.00	0.00	2,300.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,400.00	0.00	0.00	2,400.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,500.00	0.00	0.00	2,500.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,600.00	0.00	0.00	2,600.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,667.00	0.00	0.00	2,667.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Green River										
2,700.00	0.00	0.00	2,700.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,800.00	0.00	0.00	2,800.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2,900.00	0.00	0.00	2,900.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3,000.00	0.00	0.00	3,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
KOP - Begin 2.0°/100' Build at 3000.00ft										
3,100.00	2.00	267.01	3,099.98	-0.09	-1.74	1.75	2.00	2.00	0.00	267.01
3,200.00	4.00	267.01	3,199.84	-0.36	-6.97	6.98	2.00	2.00	0.00	0.00
3,300.00	6.00	267.01	3,299.45	-0.82	-15.67	15.69	2.00	2.00	0.00	0.00
3,400.00	8.00	267.01	3,398.70	-1.45	-27.84	27.88	2.00	2.00	0.00	0.00
3,500.00	10.00	267.01	3,497.47	-2.27	-43.46	43.52	2.00	2.00	0.00	0.00
3,541.09	10.82	267.01	3,537.88	-2.66	-50.88	50.95	2.00	2.00	0.00	0.00
End of Build at 3541.09ft										
3,600.00	10.82	267.01	3,595.74	-3.24	-61.92	62.01	0.00	0.00	0.00	0.00
3,700.00	10.82	267.01	3,693.96	-4.21	-80.67	80.78	0.00	0.00	0.00	0.00
3,800.00	10.82	267.01	3,792.18	-5.19	-99.42	99.56	0.00	0.00	0.00	0.00
3,900.00	10.82	267.01	3,890.41	-6.17	-118.17	118.34	0.00	0.00	0.00	0.00
4,000.00	10.82	267.01	3,988.63	-7.15	-136.92	137.11	0.00	0.00	0.00	0.00
4,100.00	10.82	267.01	4,086.85	-8.13	-155.67	155.89	0.00	0.00	0.00	0.00
4,200.00	10.82	267.01	4,185.07	-9.11	-174.42	174.66	0.00	0.00	0.00	0.00
4,300.00	10.82	267.01	4,283.29	-10.09	-193.17	193.44	0.00	0.00	0.00	0.00
4,400.00	10.82	267.01	4,381.51	-11.07	-211.92	212.21	0.00	0.00	0.00	0.00
4,500.00	10.82	267.01	4,479.74	-12.05	-230.67	230.99	0.00	0.00	0.00	0.00
4,600.00	10.82	267.01	4,577.96	-13.03	-249.42	249.76	0.00	0.00	0.00	0.00
Hold Angle at 10.82°										
4,685.57	10.82	267.01	4,662.00	-13.87	-265.47	265.83	0.00	0.00	0.00	0.00
TGR3										
4,700.00	10.82	267.01	4,676.18	-14.01	-268.17	268.54	0.00	0.00	0.00	0.00
4,800.00	10.82	267.01	4,774.40	-14.99	-286.92	287.32	0.00	0.00	0.00	0.00
4,900.00	10.82	267.01	4,872.62	-15.97	-305.67	306.09	0.00	0.00	0.00	0.00

Plan Report for #14-8D-45 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
5,000.00	10.82	267.01	4,970.84	-16.95	-324.42	324.87	0.00	0.00	0.00	0.00
5,100.00	10.82	267.01	5,069.06	-17.93	-343.17	343.64	0.00	0.00	0.00	0.00
5,200.00	10.82	267.01	5,167.29	-18.91	-361.92	362.42	0.00	0.00	0.00	0.00
5,300.00	10.82	267.01	5,265.51	-19.89	-380.67	381.19	0.00	0.00	0.00	0.00
5,400.00	10.82	267.01	5,363.73	-20.87	-399.42	399.97	0.00	0.00	0.00	0.00
5,500.00	10.82	267.01	5,461.95	-21.85	-418.17	418.74	0.00	0.00	0.00	0.00
5,556.05	10.82	267.01	5,517.00	-22.40	-428.68	429.27	0.00	0.00	0.00	0.00
Douglas Creek										
5,600.00	10.82	267.01	5,560.17	-22.83	-436.92	437.52	0.00	0.00	0.00	0.00
5,696.37	10.82	267.01	5,654.83	-23.77	-454.99	455.61	0.00	0.00	0.00	0.00
Begin 1.5°/100ft Drop to Vertical at 5696.37ft										
5,700.00	10.77	267.01	5,658.39	-23.81	-455.67	456.29	1.50	-1.50	0.00	180.00
5,800.00	9.27	267.01	5,756.87	-24.71	-473.04	473.69	1.50	-1.50	0.00	180.00
5,900.00	7.77	267.01	5,855.76	-25.49	-487.83	488.50	1.50	-1.50	0.00	180.00
5,961.74	6.84	267.01	5,917.00	-25.90	-495.67	496.35	1.50	-1.50	0.00	180.00
3Point Marker										
6,000.00	6.27	267.01	5,955.01	-26.13	-500.03	500.71	1.50	-1.50	0.00	180.00
6,100.00	4.77	267.01	6,054.54	-26.63	-509.63	510.33	1.50	-1.50	0.00	180.00
6,200.00	3.27	267.01	6,154.29	-26.99	-516.63	517.34	1.50	-1.50	0.00	180.00
6,300.00	1.77	267.01	6,254.20	-27.22	-521.02	521.73	1.50	-1.50	0.00	180.00
6,400.00	0.27	267.01	6,354.18	-27.31	-522.79	523.50	1.50	-1.50	0.00	180.00
6,417.82	0.00	0.00	6,372.00	-27.32	-522.83	523.54	1.50	-1.50	0.00	180.00
End of Drop at 6417.82ft - Black Shale										
6,500.00	0.00	0.00	6,454.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
6,600.00	0.00	0.00	6,554.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
6,647.82	0.00	0.00	6,602.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
Castle Peak										
6,700.00	0.00	0.00	6,654.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
6,800.00	0.00	0.00	6,754.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
6,900.00	0.00	0.00	6,854.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
6,937.82	0.00	0.00	6,892.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
Uteland Butte										
6,962.82	0.00	0.00	6,917.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
CR1										
7,000.00	0.00	0.00	6,954.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,100.00	0.00	0.00	7,054.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,177.82	0.00	0.00	7,132.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
Wasatch										
7,200.00	0.00	0.00	7,154.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,297.82	0.00	0.00	7,252.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
CR2										
7,300.00	0.00	0.00	7,254.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,400.00	0.00	0.00	7,354.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,500.00	0.00	0.00	7,454.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,557.82	0.00	0.00	7,512.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
CR3										
7,600.00	0.00	0.00	7,554.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,700.00	0.00	0.00	7,654.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,800.00	0.00	0.00	7,754.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
7,827.82	0.00	0.00	7,782.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
CR4										
7,900.00	0.00	0.00	7,854.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
8,000.00	0.00	0.00	7,954.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
8,100.00	0.00	0.00	8,054.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
8,167.82	0.00	0.00	8,122.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
CR4A										
8,200.00	0.00	0.00	8,154.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
8,287.82	0.00	0.00	8,242.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00

Plan Report for #14-8D-45 BTR - Plan #1 Proposal

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	Toolface Azimuth (°)
CR5										
8,300.00	0.00	0.00	8,254.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
8,400.00	0.00	0.00	8,354.18	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
8,417.82	0.00	0.00	8,372.00	-27.32	-522.83	523.54	0.00	0.00	0.00	0.00
Total Depth at 8417.82ft										

Plan Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	Local Coordinates +E/-W (ft)	Comment
3,000.00	3,000.00	0.00	0.00	KOP - Begin 2.0°/100' Build at 3000.00ft
3,541.09	3,537.88	-2.66	-50.88	End of Build at 3541.09ft
4,600.00	4,577.96	-13.03	-249.42	Hold Angle at 10.82°
5,696.37	5,654.83	-23.77	-454.99	Begin 1.5°/100ft Drop to Vertical at 5696.37ft
6,417.82	6,372.00	-27.32	-522.83	End of Drop at 6417.82ft
8,417.82	8,372.00	-27.32	-522.83	Total Depth at 8417.82ft

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	14-8D-45 BTR_Plan1_BHL Tgt	267.01	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
0.00	8,417.82	Plan #1 Proposal	MWD

Formation Details

Measured Depth (ft)	Vertical Depth (ft)	Name	Lithology	Dip (°)	Dip Direction (°)
2,667.00	2,667.00	Green River		0.00	
4,685.57	4,662.00	TGR3		0.00	
5,556.05	5,517.00	Douglas Creek		0.00	
5,961.74	5,917.00	3Point Marker		0.00	
6,417.82	6,372.00	Black Shale		0.00	
6,647.82	6,602.00	Castle Peak		0.00	
6,937.82	6,892.00	Uteland Butte		0.00	
6,962.82	6,917.00	CR1		0.00	
7,177.82	7,132.00	Wasatch		0.00	
7,297.82	7,252.00	CR2		0.00	
7,557.82	7,512.00	CR3		0.00	
7,827.82	7,782.00	CR4		0.00	
8,167.82	8,122.00	CR4A		0.00	
8,287.82	8,242.00	CR5		0.00	

Plan Report for #14-8D-45 BTR - Plan #1 Proposal

Targets associated with this wellbore

Target Name	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Shape
14-8D-45 BTR_Plan1_BHL Tgt	8,372.00	-27.32	-522.83	Point
14-8D-45 BTR_Plan1_Zone Tgt	6,372.00	-27.32	-522.83	Circle

North Reference Sheet for Sec. 8-T4S-R5W - #14-8D-45 BTR - Plan #1

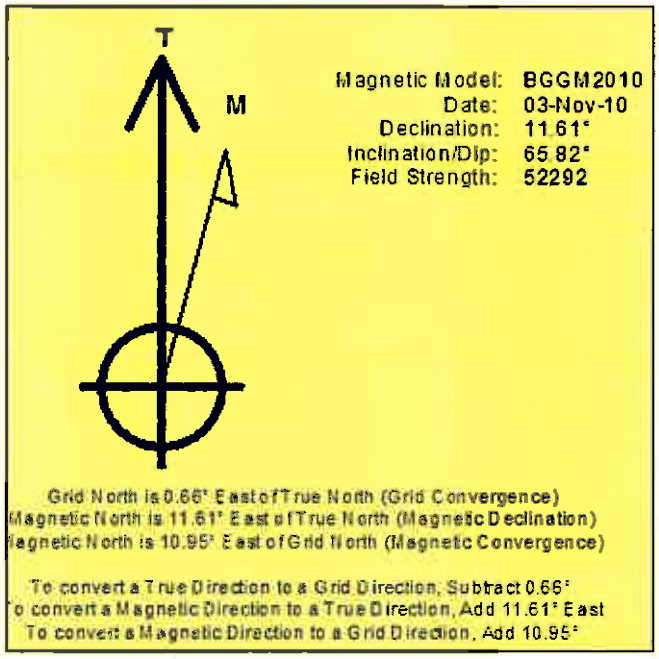
All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.
Vertical Depths are relative to KB @ 6342.00ft (Patterson 506). Northing and Easting are relative to #14-8D-45 BTR
Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)
Central Meridian is -111.50°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°
False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991316

Grid Coordinates of Well: 660,474.08 ft N, 2,286,862.40 ft E
Geographical Coordinates of Well: 40° 08' 31.79" N, 110° 28' 25.94" W
Grid Convergence at Surface is: 0.66°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,417.82ft
the Bottom Hole Displacement is 523.54ft in the Direction of 267.01° (True).

Magnetic Convergence at surface is: -10.95° (3 November 2010, , BGGM2010)



BILL BARRETT CORPORATION

SURFACE USE PLAN

14-8D-45 BTR Well Pad

SESW, 698' FSL, 2522' FWL, Section 8, T4S, R5W, USB&M (surface hole)
SESW, 667' FSL, 1999' FWL, Section 8, T4S, R5W, USB&M (bottom hole)
Duchesne County, Utah

The Ute Tribal onsite for this location was conducted on December 1, 2010. Site specific requirements from the onsite to adhere to are as follows:

1) **Silt fence required at pad, corners 1 and 2 for minor drainage;**
2) **Limit topsoil storage to corners 1 to 8 and divert runoff around the pad area;**
3) **Facilities paint color: Beetle**

The excavation contractor would be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

   a. The proposed well site is located approximately 6.3 miles southwest of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).

   b. The proposed access will connect to the existing access for the 7-17-45 BTR access road approved under tribal ROW H62-2009-049. A ROW for the 14-8D-45 BTR is currently under review.

   c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.

   d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.

   e. The use of roads under State and Duchesne County Road Department maintenance are necessary to access the project area with no improvements proposed. No encroachment or pipeline crossing permit are required.

   f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. Planned Access Road:

a. Approximately 189 feet of new access road is proposed entering the western side of the pad area (see Topographic Map B).

b. A tribal right of way (ROW) is applied for and pending approval. The road would be constructed to a 30-foot ROW width with an 18-foot travel surface. See section 12.d. below for disturbance estimates.

c. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough□in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.

d. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.

e. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.

f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.

g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.

h. Turnouts are not proposed because the access road is short and adequate site distance exists in all directions.

i. No culvert or low-water crossing is anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.

j. No gates or cattle guards are anticipated at this time.

k. Surface disturbance and vehicular travel would be limited to the approved location access road. Adequate signs would be posted, as necessary, to warn the public of project related traffic.

l. All access roads and surface disturbing activities would conform to the appropriate standard, **no higher than necessary**, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.

m. The operator would be responsible for all maintenance needs of the new access road.

3. Location of Existing Wells (see One-Mile Radius Map):

a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:

i. water wells	none
ii. injection wells	none
iii. disposal wells	none
iv. drilling wells	none
v. temp shut-in wells	none
vi. producing wells	three
vii. abandoned wells	one

4. Location of Production Facilities

a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 glycol tank, (2) 500 bbl oil tanks, (1) 500 bbl water tank, (1) 500 bbl test tank, (1) 1000 gal propane tank, a pumping unit with natural gas fired motor, solar panels, solar chemical and methanol pumps and one trace pump. See attached proposed facility diagram.

b. Most wells would be fitted with a pump jack to assist liquid production if liquid volumes and/or low formation pressures require it. Plunger lift systems do not require any outside source of energy. The prime mover for pump jacks would be small (75 horsepower or less), natural gas-fired internal combustion engines.

c. The tank battery would be surrounded by a secondary containment berm of sufficient capacity to contain 1.1 times the entire capacity of the largest single tank and sufficient freeboard to contain precipitation. All loading lines and valves would be placed inside the berm surrounding the tank battery or would utilize catchment basins to contain spills. All liquid hydrocarbon production and

measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.

d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.

f. Approximately 195 feet of pipeline corridor (see Topographic Map C) containing up to three lines (one gas pipeline up to 8 inch in diameter, one water line up to 4 inch in diameter and one residue line up to 4 inch in diameter) is proposed. Pipelines would be constructed of steel, polyethylene or fiberglass. The pipeline corridor would connect to the previously approved 16-7-45 BTR pipeline corridor approved under tribal ROW H62-2010-075.

g. The new segment of gas pipeline would be surface laid line within a 30 foot wide pipeline ROW adjacent to the proposed access road. The pipeline has been applied for and is pending approval at this time. See 12.d below for disturbance estimates.

h. Construction of the ROW would temporarily utilize the 30 foot disturbed width for the road for a total disturbed width of 60 foot for the road and pipeline corridors. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.

i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.

j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Beetle, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.

l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

a. Water for the drilling and completion would be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W, USB&M.

b. No new water well is proposed with this application.

c. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights. Additionally, the Ute Tribe would be notified of any changes in water supply.

d. Water use would vary in accordance with the formations to be drilled but would be up to approximately 3.64 acre feet for drilling and completion operations.

6. Source of Construction Material:

a. The use of materials would conform to 43 CFR 3610.2-3.

b. No construction materials would be removed from the lease or EDA area.

c. If any additional gravel is required, it would be obtained from a local supplier having a permitted source of materials within the general area.

7. Methods of Handling Waste Disposal:

a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.

b. The reserve pit would be constructed so as not to leak, break or allow any discharge.

c. The reserve would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.

d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.

e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting.

f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:

1. RNI Industries, Inc. – Pleasant Valley Disposal Pits
   Sec. 25, 26, 35 & 36, T4S-R3W
2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971)
   NENE, Sec. 13, T3S-R5W
3. RN Industries, Inc. – Bluebell Disposal Ponds
   Sec. 2, 4 & 9, T2S-R2W
4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
5. Unified Water Pits – Sec. 31, T2S-R4W
6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley

g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.

h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.

i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO_2 gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.

j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and

regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.

k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.

l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.

m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

8. Ancillary Facilities:

a. Garbage containers and portable toilets would be located on the well pad.

b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.

c. Approximately 171 feet of powerline corridor is proposed (see Topographic Map D) adjacent to the existing 7-17-45 BTR access road. The proposed corridor would be 150 feet, 75 feet on each side of the centerline of the existing access road. See 12.d below for disturbance estimates.

9. Well Site Layout:

a. The well would be properly identified in accordance with 43 CFR 3162.6.

b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).

c. The pad and road designs are consistent with Ute Tribe specifications.

d. The pad has been staked at its maximum size of 400 feet x 285 feet with an inboard reserve pit size of 100 feet x 200 feet X 8 feet deep. See section 12.d below for disturbance estimates.

e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.

f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.

g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.

h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.

i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.

j. Water application may be implemented if necessary to minimize the amount of fugitive dust.

k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

10. Plan for Restoration of the Surface:

a. Site reclamation would be accomplished for portions of the well pad not required for the continued operation of the well on this pad within six months of completion, weather permitting.

b. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal. A list of noxious weeds may be obtained from the Ute Tribe, BLM or the appropriate county extension office. On Ute Tribe administered land it is required that a Pesticide Use Proposal be

submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.

c. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.

d. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the Ute Tribe specified seed mix.

e. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the Ute Tribe prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

11. Surface and Mineral Ownership:

a. Surface & Mineral ownership – Ute Indian Tribe - 988 South 7500 East (Annex Building); Ft. Duchesne, Utah 84026; 435-725-4950. Tribal ROWs are pending.

12. Other Information:

a. Montgomery Archaeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC Report No. 10-122, dated October 22, 2010 and MOAC Report No. 10-163, dated October 18, 2010.

b. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.

c. Project personnel and contractors would be educated on and subject to the following requirements:

- No dogs or firearms within the Project Area;
- No littering within the Project Area;
- Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders;
- Campfires or uncontained fires of any kind would be prohibited.
- Portable generators used in the Project Area would have spark arrestors

d. Disturbance estimates:

Approximate Acreage Disturbances			
Well Pad		3.79	acres
Access	189 feet	0.13	acres
Pipeline	195 feet	0.13	acres
Powerline[1]	171 feet	0.47	acres
	Total	**4.5**	**acres**

[1]Disturbance calculated at 120 ft corridor as 30 ft already existing.

OPERATOR CERTIFICATION

Certification:

I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein would be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application and that bond coverage is provided under Bill Barrett Corporations federal nationwide bond. These statements are subject to the provisions of 18 U.S.C. 1001 for the filings of false statements.

Executed this	2nd day of December 2010
Name:	Elaine Winick
Position Title:	Senior Permit Analyst
Address:	1099 18th Street, Suite 2300, Denver, CO 80202
Telephone:	303-312-8168
E-mail:	ewinick@billbarrettcorp.com
Field Representative	Kary Eldredge / Bill Barrett Corporation
Address:	1820 W. Highway 40, Roosevelt, UT 84066
Telephone:	435-725-3515 (office); 435-724-6789 (mobile)
E-mail:	keldredge@billbarrettcorp.com

Elaine Winick by MP

Elaine Winick, Senior Permit Analyst

CULTURAL RESOURCE INVENTORY OF BILL BARRETT CORPORATION'S PROPOSED WELL LOCATIONS: #5-8-45 BTR, #14-8-45 BTR, #16-8-45 BTR, #13-12-46 BTR, #16-12-46 BTR, #7-13-46 BTR, AND #16-13-46 BTR (T4S, R5W AND T4S, R6W) DUCHESNE COUNTY, UTAH

By:

Kelly Jo Jackson

Prepared For:

Ute Indian Tribe
Uintah and Ouray Agency

Prepared Under Contract With:

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Prepared By:

Montgomery Archaeological Consultants, Inc.
P.O. Box 219
Moab, Utah 84532

MOAC Report No. 10-122

July 31, 2010

United States Department of Interior (FLPMA)
Permit No. 10-UT-60122

State of Utah Antiquities Project (Survey)
Permit No. U-10-MQ-0467i

Ute Tribal Permit No. A10-363

CULTURAL RESOURCE INVENTORY OF BILL BARRETT CORPORATION'S PROPOSED POWER LINES FOR THE #7-6-45 BTR, #16-7-45 BTR, #5-8-45 BTR, #14-8-45 BTR, #16-8-45 BTR, AND #7-17-45 BTR WELL LOCATIONS DUCHESNE COUNTY, UTAH

By:

Jacki A. Montgomery

Prepared For:

Ute Indian Tribe
Uintah and Ouray Agency

Prepared Under Contract With:

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Prepared By:

Montgomery Archaeological Consultants, Inc.
P.O. Box 219
Moab, Utah 84532

MOAC Report No. 10-163

October 18, 2010

United States Department of Interior (FLPMA)
Permit No. 10-UT-60122

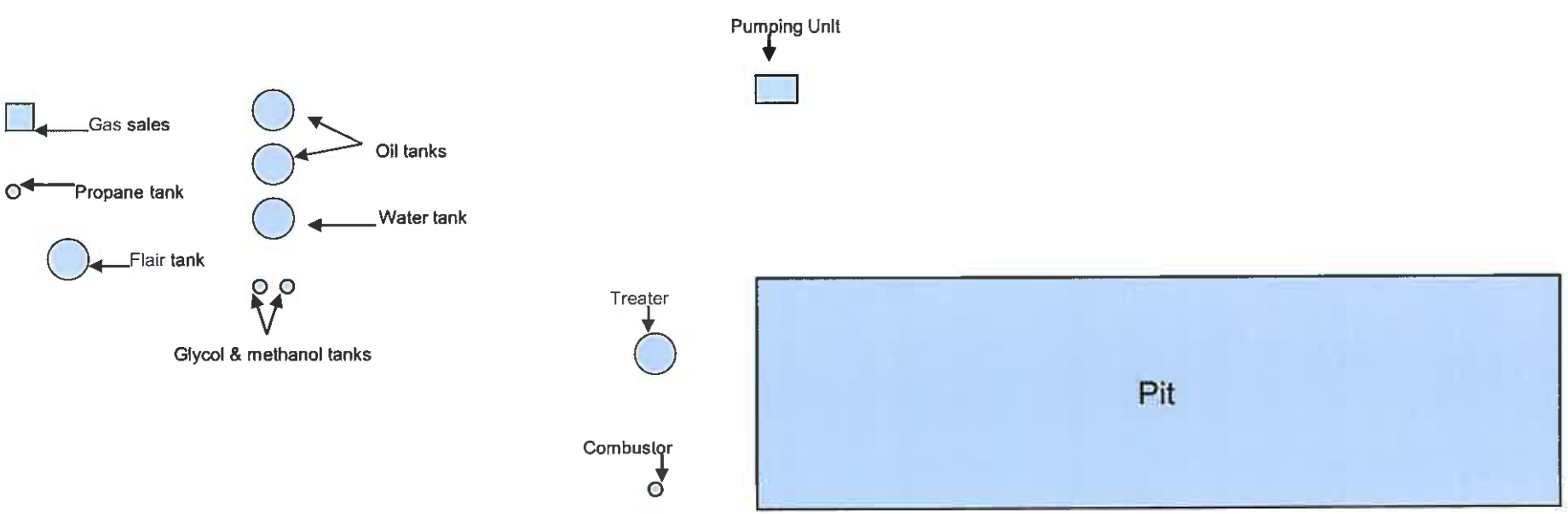
State of Utah Antiquities Project (Survey)
Permit No. U-10-MQ-0746i

Ute Tribal Permit No. A10-363

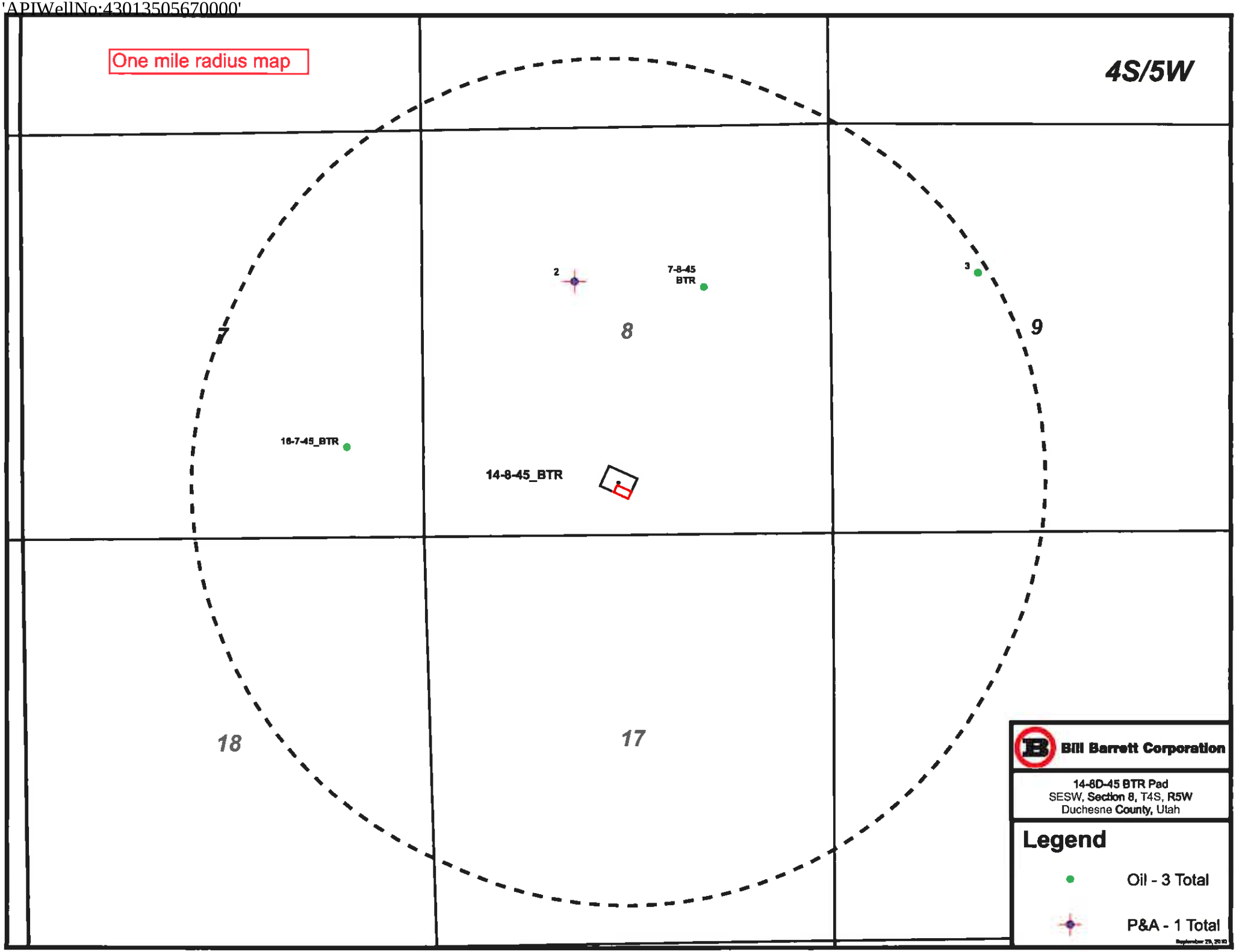
'APIWellNo:43013505670000'

14-8D-45 BTR Facility Diagram

Access road



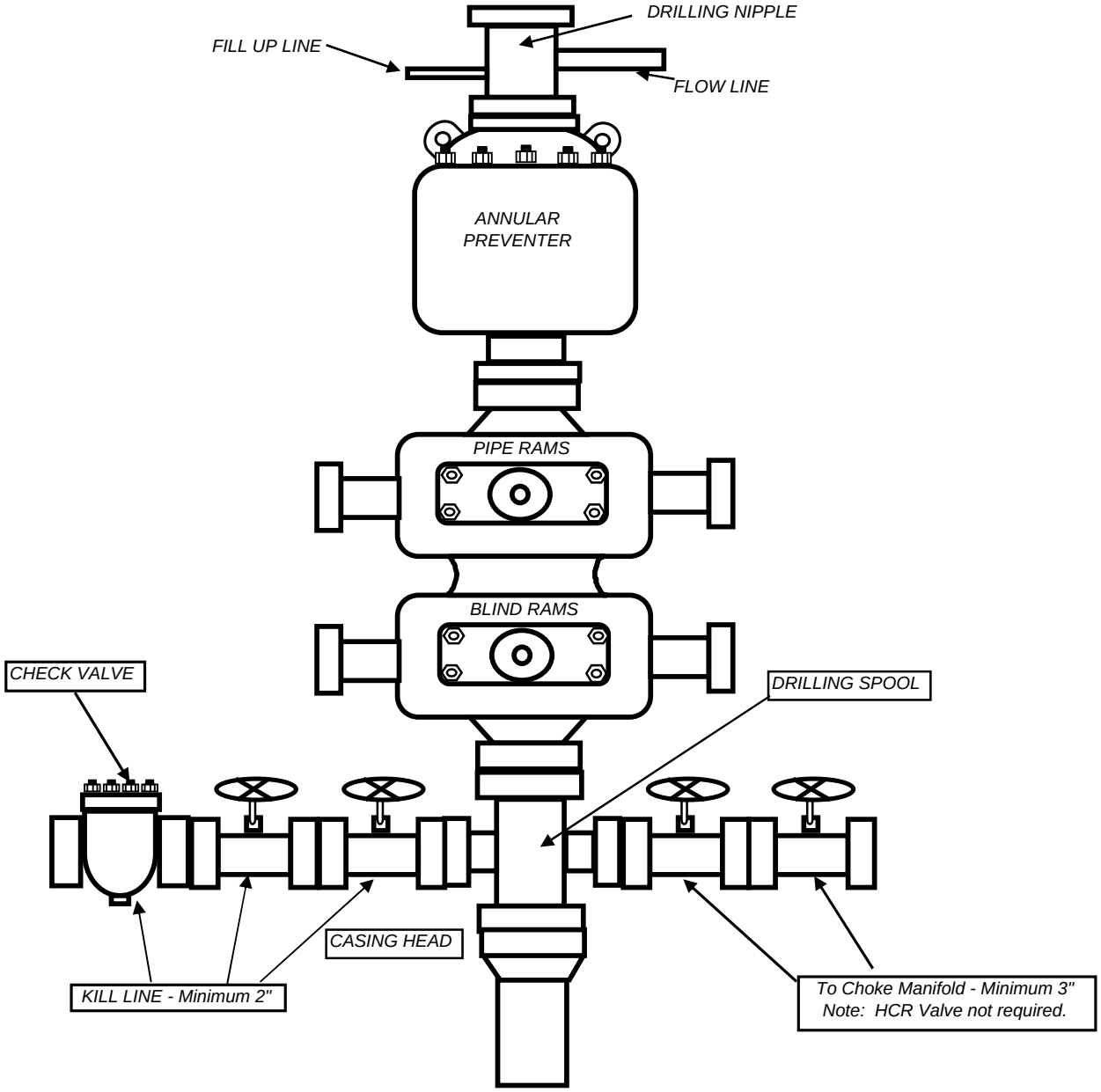
'APIWellNo:43013505670000'



'APIWellNo:43013505670000'

BILL BARRETT CORPORATION

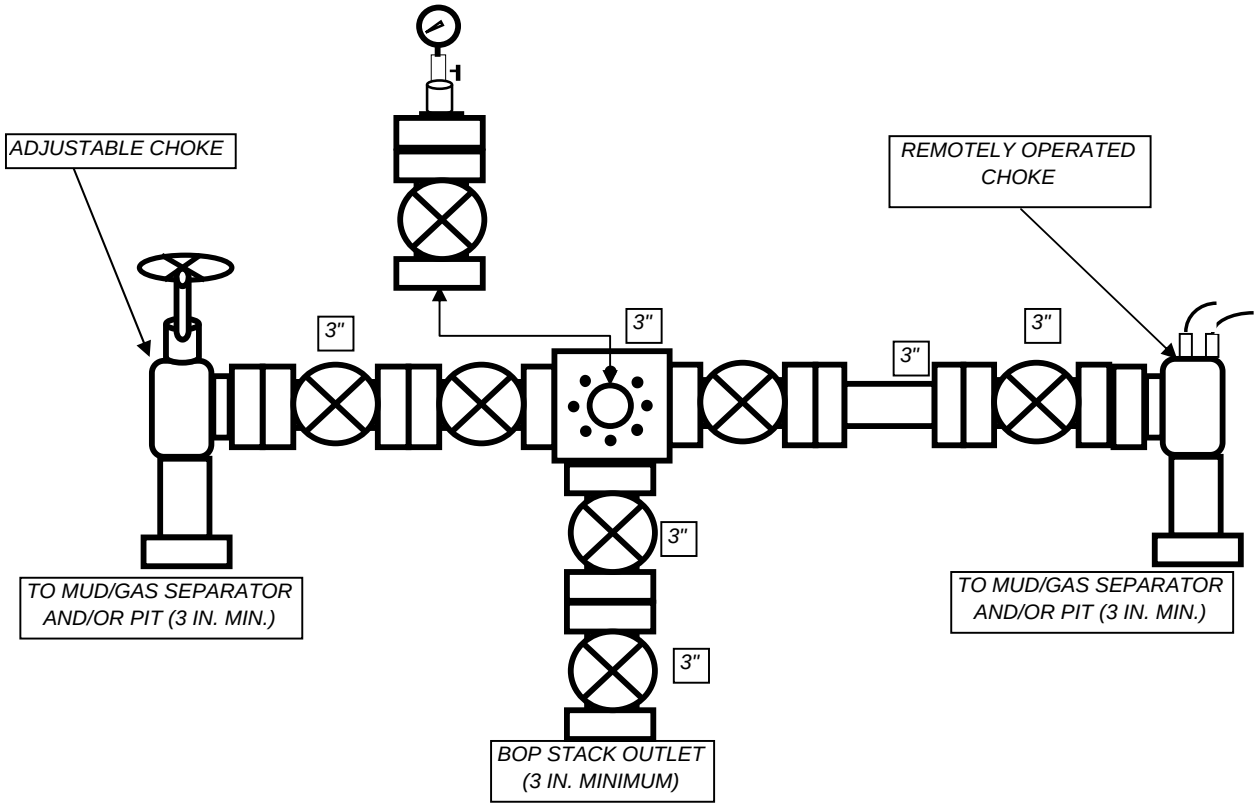
TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



'APIWellNo:43013505670000'

BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



Dec[illegible] 22, 2011 **Bill Barrett Corporation**

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #14-8D-45 BTR Well
Surface: 698' FSL & 2,522' FWL, SESW, 8-T4S-R5W, USM
Bottom Hole: 667' FSL & 1,999' FWL, SESW, 8-T4S-R5W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

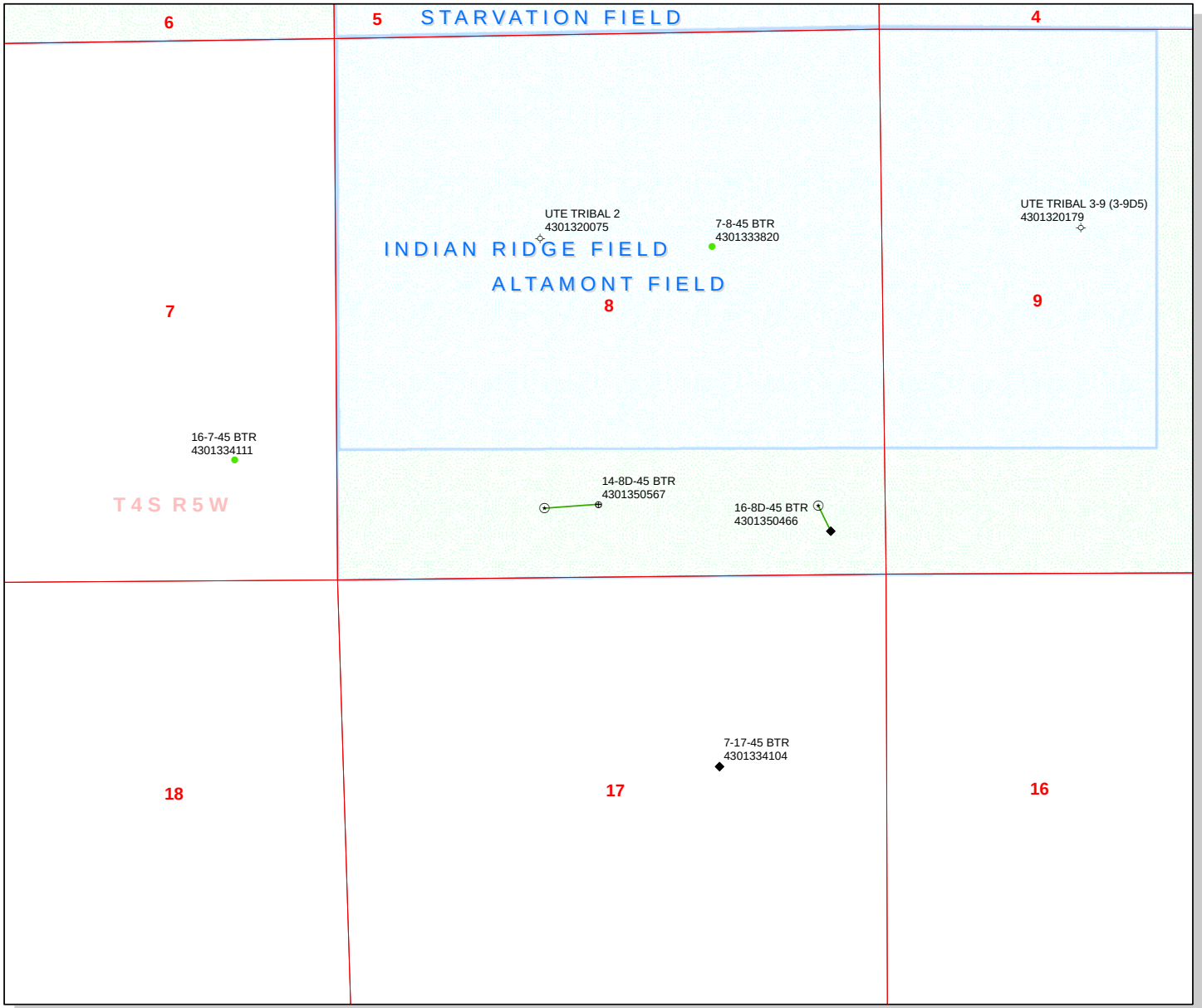
Sincerely,

David Watts by TLF

David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202
P 303.293.9100
F 303.291.0420

'APIWellNo:43013505670000'



API Number: 4301350567

Well Name: 14-8D-45 BTR

Township 04.0 S Range 05.0 W Section 08

Meridian: UBM

Operator: BILL BARRETT CORP

Map Prepared:
Map Produced by Diana Mason

Units

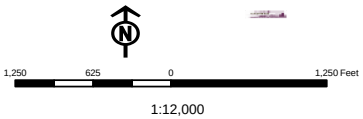
STATUS
- ACTIVE
- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields

STATUS
- Unknown
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- STORAGE
- TERMINATED
- Sections
- Township

Wells Query

Status
- APD - Aproved Permit
- DRL - Spuded (Drilling Commenced)
- GIW - Gas Injection
- GS - Gas Storage
- LA - Location Abandoned
- LOC - New Location
- OPS - Operation Suspended
- PA - Plugged Abandoned
- PGW - Producing Gas Well
- POW - Producing Oil Well
- RET - Returned APD
- SGW - Shut-in Gas Well
- SOW - Shut-in Oil Well
- TA - Temp. Abandoned
- TW - Test Well
- WDW - Water Disposal
- WIW - Water Injection Well
- WSW - Water Supply Well



1:12,000

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 12/22/2010
API NO. ASSIGNED: 43013505670000
WELL NAME: 14-8D-45 BTR
OPERATOR: BILL BARRETT CORP (N2165)
PHONE NUMBER: 303 293-9100
CONTACT: Elaine Winick

PROPOSED LOCATION: SESW 08 040S 050W
Permit Tech Review: ☑

SURFACE: 0698 FSL 2522 FWL
Engineering Review: ☐

BOTTOM: 0667 FSL 1999 FWL
Geology Review: ☑

COUNTY: DUCHESNE
LATITUDE: 40.14223
LONGITUDE: -110.47393
UTM SURF EASTINGS: 544813.00
NORTHINGS: 4443466.00
FIELD NAME: ALTAMONT
LEASE TYPE: 2 - Indian
LEASE NUMBER: 14-20-H62-6265
PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH
SURFACE OWNER: 2 - Indian
COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ☑ **PLAT**
- ☑ **Bond:** INDIAN - LPM8874725
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ☑ **Water Permit:** Duchesne City Culinary Water Dock
- ☐ **RDCC Review:**
- ☐ **Fee Surface Agreement**
- ☐ **Intent to Commingle**

Commingling Approved

LOCATION AND SITING:

- ☐ **R649-2-3.**

Unit:

- ☐ **R649-3-2. General**
- ☐ **R649-3-3. Exception**
- ☑ **Drilling Unit**

Board Cause No: Cause 139-85
Effective Date: 3/11/2010
Siting: Allow up to 4 producing wells in drlling unit

- ☑ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations: 4 - Federal Approval - dmason
15 - Directional - dmason

GARY R. HERBERT
Governor
GREGORY S. BELL
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES
MICHAEL R. STYLER
Executive Director
Division of Oil, Gas and Mining
JOHN R. BAZA
Division Director

Permit To Drill

****

Well Name: 14-8D-45 BTR
API Well Number: 43013505670000
Lease Number: 14-20-H62-6265
Surface Owner: INDIAN
Approval Date: 12/28/2010

Issued to:
BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:
Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-85. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:
This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:
Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:
State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Notification Requirements:
The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)
  OR
  submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at https://oilgas.ogm.utah.gov

Reporting Requirements:

API Well No: 43013505670000

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

For John Rogers
Associate Director, Oil & Gas

Form 3160-3
(August 2007)

DEC 27 2011

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

APPLICATION FOR PERMIT TO DRILL OR REENTER

5. Lease Serial No.
1420H626265

6. If Indian, Allottee or Tribe Name

1a. Type of Work: ☒ DRILL ☐ REENTER

7. If Unit or CA Agreement, Name and No.

1b. Type of Well: ☒ Oil Well ☐ Gas Well ☐ Other ☐ Single Zone ☒ Multiple Zone

8. Lease Name and Well No.
14-8D-45 BTR

2. Name of Operator
BILL BARRETT CORPORATION
Contact: ELAINE WINICK
E-Mail: ewinick@billbarrettcorp.com

9. API Well No.
43-013-50567

3a. Address
1099 18TH STREET, SUITE 2300
DENVER, CO 80202

3b. Phone No. (include area code)
Ph: 303-312-8168

10. Field and Pool, or Exploratory
WASATCH/LWR GREEN RIVER

4. Location of Well *(Report location clearly and in accordance with any State requirements.*)*

At surface SESW 698FSL 2522FWL

At proposed prod. zone SESW 667FSL 1999FWL

11. Sec., T., R., M., or Blk. and Survey or Area
Sec 8 T4S R5W Mer UBM

14. Distance in miles and direction from nearest town or post office*
6.3 MILES SW DUCHESNE, UT

12. County or Parish
DUCHESNE

13. State
UT

15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any)
667'

16. No. of Acres in Lease
640.00

17. Spacing Unit dedicated to this well
160.00

18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft.
2640'

19. Proposed Depth
8418' MD 8372' TVD

20. BLM/BIA Bond No. on file
LPM8874725

21. Elevations (Show whether DF, KB, RT, GL, etc.
6328 GL

22. Approximate date work will start
07/15/2011

23. Estimated duration
60 DAYS

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature
(Electronic Submission)

Name (Printed/Typed)
ELAINE WINICK Ph: 303-312-8168

Date
12/22/2010

Title
SENIOR PERMIT ANALYST

Approved by (Signature)

Name (Printed/Typed)
Jerry Kenczka

Date
JUN 10 201

Title
Assistant Field Manager
Lands & Mineral Resources

Office
VERNAL FIELD OFFICE

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Additional Operator Remarks (see next page)

Electronic Submission #99468 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal

RECEIVED
JUN 20 2011
DIV. OF OIL, GAS & MINING

UDOGM

NOTICE OF APPROVAL

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

CONDITIONS OF APPROVAL ATTACHED

NOS 12/16/2010 BLM 12/16/2010

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400

CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company:	**Bill Barrett Corporation**	**Location:**	**SESW, Sec. 8, T4S R5W**
Well No:	**14-8D-45 BTR**	**Lease No:**	**14-20-H62-6265**
API No:	**43-013-50567**	**Agreement:**	**N/A**

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR FIELD REPRESENTATIVE TO INSURE COMPLIANCE

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	-	The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion (Notify Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist)	-	Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.
Spud Notice (Notify BLM Petroleum Engineer)	-	Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify BLM Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut_vn_opreport@blm.gov.
BOP & Related Equipment Tests (Notify BLM Supv. Petroleum Tech.)	-	Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify BLM Petroleum Engineer)	-	Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)

Additional Stipulations:

- Reclamation will take place on the unused portions of the well pad. This includes at a minimum recontouring of the fill slopes on the southern half of the pad. The remaining acreage will be left flat and open for the private surface owner. This will help cut the long term disturbances in half.
- If standard pump jack is used on location a hospital muffler must be used to lessen noise impacts in the area.
- All production equipment including tanks shall be placed towards the front of the well pad to maximize the reclamation on the unused portion of the well pad.
- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Production facilities will be painted Juniper Green to blend in with the surrounding habitat.
- Noxious weeds will be controlled onsite by operator. This includes any invasive species as well.
- Wood that will be removed during construction of the road and well pad will be left in small piles so the surface owners can access and use the resources.
- Vegetation around the well pad and adjacent to the access road will be left in place to help screen the road and well pad from view.
- Site reclamation would be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any road area not needed, and pipeline areas that have been disturbed as well. Roads and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact surface owners or the BLM for possible seed mixes to use in the project area if not established in site specific reclamation plan. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

General Conditions of Approval:

- A 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipelines.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROW's.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the *"umbrella"* of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APD's and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- Bill Barrett Corporation will implement a "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COA's, and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- The personnel from the Ute Tribe Energy & Minerals Department should be notified should cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)

SITE SPECIFIC DOWNHOLE COAs:

- Approved - Request to run optional casing program due to lost circulation. A requirement is that the 7 7/8" and 5 1/2" casings will be cemented to a minimum of 200' feet above the casing shoe of the previous casing string.

- No Variances were requested. The operator shall also comply with applicable laws and regulations; with the lease terms, Onshore Oil and Gas Orders, NTL's; and with other orders and instructions of the authorized officer.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.

- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.

- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.

- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.

- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.

- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.

- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.

- No aggressive/fresh hard-banded drill pipe shall be used within casing.

- **Cement baskets shall not be run on surface casing.**

- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.

- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.

- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.

- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.

- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**

- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
    - Operator name, address, and telephone number.
    - Well name and number.
    - Well location (¼¼, Sec., Twn, Rng, and P.M.).
    - Date well was placed in a producing status (date of first production for which royalty will be paid).
    - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
    - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
    - Unit agreement and/or participating area name and number, if applicable.
    - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and

Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.

- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.

- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.

- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.

- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.

- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.

- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent

Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

Federal Approval of this Action is Necessary

FORM 9

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

5.LEASE DESIGNATION AND SERIAL NUMBER:
14-20-H62-6265

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
14-8D-45 BTR

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43013505670000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8164 Ext

9. FIELD and POOL or WILDCAT:
ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY:
DUCHESNE

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ **NOTICE OF INTENT** Approximate date work will start: 8/1/2011	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ **SUBSEQUENT REPORT** Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ **SPUD REPORT** Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ **DRILLING REPORT** Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: Optional Swell Packers

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC hereby requests permission to include swell packers as an option to the drilling program. The following procedure is requested: Run 10-14 swell packers from TD to 6400' (no cement) DV Tool/ECP at 6400'. Cement 6400' to above surface casing shoe. Lead with approximately 560 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft3/sx). Tail with approximately 280 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft3/sx). See revised Drilling Program attached.

Accepted by the Utah Division of Oil, Gas and Mining

Date: 08/02/2011

By: Dustin Doucet

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Venessa Langmacher	303 312-8172	Senior Permit Analyst
SIGNATURE N/A		**DATE** 7/13/2011

RECEIVED Jul. 13, 2011

BILL BARRETT CORPORATION
DRILLING PLAN
7/13/2011

14-8D-45 BTR Well Pad
SESW, 698' FSL, 2522' FWL, Section 8, T4S, R5W, USB&M (surface hole)
SESW, 667' FSL, 1999' FWL, Section 8, T4S, R5W, USB&M (bottom hole)
Duchesne County, UT

---

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

Formation	Depth – MD	Depth – TVD
Lower Green River	4686'*	4662'
Douglas Creek	5556'	5517'
Black Shale	6418'	6372'
Castle Peak	6648'	6602'
Wasatch	7178'*	7132'
TD	8600'	8400'

*PROSPECTIVE PAY
The Wasatch and the Lower Green River are primary objectives for oil/gas.

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 3000'	No pressure control required
3000' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
26"	Surface	80'	16"	65#			
14 3/4"	surface	3000'	10-3/4"	45.5#	J or K 55	BT&C	New
9-7/8" & 8-3/4"	surface	TD	5 ½"	17#	P-110	LT&C	New
NOTE: If necessary due to lost circulation, BBC would like to request the option to set 7-5/8", 33.70# P-110 LT&C to a depth of 6000', then drill a 6-1/2" hole to TD and run 5-1/2" casing as a 2000' liner (200' liner lap).							

Bill Barrett Corporation
Drilling Program
14-8D-45 BTR
Duchesne County, Utah

5. Cementing Program

Casing	Cement
16" Conductor Casing	Grout
14-3/4" hole for 10-3/4" Surface Casing	Lead with approximately 790 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft^3/sx) circulated to surface with 75% excess. Tail with approximately 360 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft^3/sx). Calculated hole volume with 75% excess.
9-7/8 hole for 5 ½" Production Casing May reduce hole size to 8-3/4" at 6000' if minimal hole problems.	Lead with approximately 830 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). Tail with approximately 970 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). Planned TOC surface. ***ALTERNATE***: Run 10-14 swell packers from TD to 6400' (no cement) DV Tool/ECP at 6400'. Cement 6400' to above surface casing shoe. Lead with approximately 560 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). Tail with approximately 280 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx).
NOTE: If 7-5/8" casing is necessary, cement with Lead with approximately 700 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). Tail with approximately 240 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). Planned TOC surface. We will perform a FIT to 10.2 ppg after drilling 20' of new hole. The 5-1/2" liner would be cemented with 300 sx of Class G 50/50 Poz w/ 2% gel (14.2 ppg) with additives from TD to 200' above TOL.	

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 3000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
3000' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

RECEIVED Jul. 13, 2011

Bill Barrett Corporation
Drilling Program
14-8D-45 BTR
Duchesne County, Utah

7. Testing, Logging and Core Programs

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.
NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.	

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4237 psi* and maximum anticipated surface pressure equals approximately 2389 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)
**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

a) Upper kelly cock; lower Kelly cock will be installed while drilling
b) Inside BOP or stab-in valve (available on rig floor)
c) Safety valve(s) and subs to fit all string connections in use
d) Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

11. Drilling Schedule

Location Construction:	August 2011
Spud:	August 2011
Duration:	15 days drilling time
	45 days completion time

RECEIVED Jul. 13, 2011

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
14-20-H62-6265

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
14-8D-45 BTR

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43013505670000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8164 Ext

9. FIELD and POOL or WILDCAT:
ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY:
DUCHESNE

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☑ SPUD REPORT Date of Spud: 9/10/2011	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well was spud on 9/10/2011 at 10:00 am by Leon Ross.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Venessa Langmacher	303 312-8172	Senior Permit Analyst
SIGNATURE		**DATE**
N/A		9/15/2011

RECEIVED Sep. 15, 2011

SUBMIT AS EMAIL | Print Form

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Leon Ross
Submitted By Venessa Langmach Phone Number 303-312-8172
Well Name/Number 14-8D-45 BTR
Qtr/Qtr SESW Section 8 Township 4S Range 5W
Lease Serial Number 1420H626265
API Number 4301350567

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 09/09/2011 8:00 AM ☑ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

RECEIVED
SEP 07 2011
DIV. OF OIL, GAS & MINING

Date/Time _____ _____ AM ☐ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ _____ AM ☐ PM ☐

Remarks _____

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation
Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202
Phone Number: (303) 312-8172

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350757	13-16D-36 BTR		SWSW	16	3S	6W	Duchesne
Action Code	**Current Entity Number**	**New Entity Number**	**Spud Date**			**Entity Assignment Effective Date**	
A	99999	18206	9/10/2011			9/20/11	

Comments: Spudding Operation was conducted by Pete Martin @ 11:00 am.
GR-WS BHL= SWSW

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350567	14-8D-45 BTR		SESW	8	4S	5W	Duchesne
Action Code	**Current Entity Number**	**New Entity Number**	**Spud Date**			**Entity Assignment Effective Date**	
A	99999	18207	9/10/2011			9/20/11	

Comments: Spudding Operation was conducted by Leon Ross @ 10:00 am.
GR-WS BHL= SESW

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350468	13H-13-46 BTR		SESE	13	4S	6W	Duchesne
Action Code	**Current Entity Number**	**New Entity Number**	**Spud Date**			**Entity Assignment Effective Date**	
A	99999	18208	9/11/2011			9/20/11	

Comments: Spudding Operation was conducted by Triple A Drilling @ 2:00 pm.
GR-WS BHL= SWSW

CONFIDENTIAL

ACTION CODES:
- **A** - Establish new entity for new well (single well only)
- **B** - Add new well to existing entity (group or unit well)
- **C** - Re-assign well from one existing entity to another existing entity
- **D** - Re-assign well from one existing entity to a new entity
- **E** - Other (Explain in 'comments' section)

Venessa Langmacher
Name (Please Print)
Venessa Langmacher
Signature
Sr Permit Analyst
Title
9/15/2011
Date

RECEIVED
SEP 15 2011
DIV OF OIL, GAS & MINING

(5/2000)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL Oil Well

8. WELL NAME and NUMBER: 14-8D-45 BTR

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43013505670000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8164 Ext

9. FIELD and POOL or WILDCAT: ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY: DUCHESNE

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
✓ DRILLING REPORT Report Date: 9/30/2011	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

September 2011 monthly drilling activity report: well spud.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE N/A		**DATE** 10/5/2011

RECEIVED Oct. 05, 2011

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Rich Dembowski Phone Number 435-828-6095
Well Name/Number 14-8D-45 BTR
Qtr/Qtr SE/SW Section 8 Township 4S Range 5W
Lease Serial Number 1420H626265
API Number 43-013-50567

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

☒ Surface Casing
☐ Intermediate Casing
☐ Production Casing
☐ Liner
☐ Other

RECEIVED
OCT 13 2011
DIV. OF OIL, GAS & MINING

Date/Time 10/14/11 11:00 AM ☐ PM ☒

BOPE

☒ Initial BOPE test at surface casing point
☐ BOPE test at intermediate casing point
☐ 30 day BOPE test
☐ Other

Date/Time 10/15/11 9:00 AM ☐ PM ☒

Remarks Estimated date and time based on current conditions.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL Oil Well

8. WELL NAME and NUMBER: 14-8D-45 BTR

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43013505670000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8164 Ext

9. FIELD and POOL or WILDCAT: ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY: DUCHESNE

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
✓ DRILLING REPORT Report Date: 10/31/2011	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

October 2011 monthly drilling activity report attached.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE N/A		**DATE** 11/3/2011

RECEIVED Nov. 03, 2011

Bill Barrett Corporation

14-8D-45 BTR 10/8/2011 00:00 - 10/8/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
00:00	6.00	06:00	1	RIGUP & TEARDOWN	RD rig and prepare for move at daylight.

14-8D-45 BTR 10/8/2011 06:00 - 10/9/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	1	RIGUP & TEARDOWN	Contiinue to RD rig while waiting on daylight and trucks for move.
07:00	11.00	18:00	1	RIGUP & TEARDOWN	Move man camps. Move badkyard, LD derrick. Remove drill line and restring with new spool. Perform load check inspection on all lifting equipment. Spot sub structure and install drawworks. Spot mud pits and backyard. Derick restrung. Move derrick to location. Spot day tank. Surface wellhead delivered by Cameron.
18:00	12.00	06:00	21	OPEN	Wait on daylight to continue RU.

14-8D-45 BTR 10/9/2011 06:00 - 10/10/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	1	RIGUP & TEARDOWN	Finish RU rig. Take on fuel and water. Build spud mud. Take delivery of mud materials.
18:00	4.00	22:00	14	NIPPLE UP B.O.P	Weld on conductor. NU on conductor.
22:00	3.50	01:30	20	DIRECTIONAL WORK	Strap BHA. PU PDC bit, motor, MWD and DC's.
01:30	0.50	02:00	7	LUBRICATE RIG	Rig Service.
02:00	1.00	03:00	2	DRILL ACTUAL	Drill from 96' to 133'.
03:00	1.00	04:00	20	DIRECTIONAL WORK	PU MWD, orient same and DC's.
04:00	2.00	06:00	2	DRILL ACTUAL	Drill from 133' to 169'.

14-8D-45 BTR 10/10/2011 06:00 - 10/11/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	21	OPEN	Pad eye torn from Conductor extension. Install temporary patch while waiting on welder to repair.
07:00	0.50	07:30	2	DRILL ACTUAL	Drilling ahead while waiting on welder. Drill from 169' to 208'.
07:30	1.00	08:30	21	OPEN	Repair pad eye in conductor.
08:30	4.50	13:00	2	DRILL ACTUAL	Drill from 208' to 393'.
13:00	0.50	13:30	7	LUBRICATE RIG	Rig service.
13:30	4.50	18:00	2	DRILL ACTUAL	Drill from 393' to 665'.
18:00	12.00	06:00	2	DRILL ACTUAL	Drill/slide from 665' to 1253'.

14-8D-45 BTR 10/11/2011 06:00 - 10/12/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	2	DRILL ACTUAL	Drill/slide from 1253' to 1271'. Unable to slide with 35k WOB. Work bit varying WOB, rotary and diff pressure. Bit stopped drilling.
07:00	4.00	11:00	6	TRIPS	Circ BU, slug pipe and TOOH to change bit. Bit is DBR. Bit is rung out around circumference at middle row. Deep groove in matrix. PU insert bit x TIH.
11:00	3.00	14:00	2	DRILL ACTUAL	Drill/slide from 1271' to 1400'.
14:00	0.50	14:30	7	LUBRICATE RIG	Rig service.
14:30	13.00	03:30	2	DRILL ACTUAL	Drill/slide from 1400' to 1820'. Very rough interval and difficult to slide. While rotating no difficulty. Shock sub is working thru full range. 1805' - 1820' increasing torque and pressure spikes. ROP dropped off from 45 fph to 14 fph. Bit not drilling.
03:30	2.50	06:00	6	TRIPS	Slup pipe and TOOH to change bit.

14-8D-45 BTR 10/12/2011 06:00 - 10/13/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	6	TRIPS	Finish out of hole. Bit worn. Severe shirttail wear, broken teeth/cutters and 1 locked cone. A second cone had a loose bearing.Missing/damaged buttons. PU Varel 5-3-4 and TIH. Test motor prior to TIH.
12:00	3.00	15:00	2	DRILL ACTUAL	Drill/slide from 1820' to 1884'.
15:00	0.50	15:30	7	LUBRICATE RIG	Rig Service.
15:30	3.50	19:00	2	DRILL ACTUAL	Drill/slide from 1884' to 1953'. Bit bouncing badly with extreme vibration at floor. Attempt to adjust pump rate/WOB/differenrtial to minimize vibration. No effect on vibration. Shock sub does not appear to be working.
19:00	6.00	01:00	6	TRIPS	Circ BU, slug pipe and TOOH to replace shock sub. Check bit and motor, both ok. Shock sub had free play. PU new shock sub. TIH.
01:00	5.00	06:00	2	DRILL ACTUAL	Drill from 1953' to 2046'. Severe drill string vibration during slides. Vary pump rates and WOB. Unable to eliminate the vibration. Resonance minimized with 27k WOB. Varying pump rates in attempt to further minimize vibrations. Reducing WOB brings ROP down to 10 fph on slides. Well continues to try to turn to south. Increasing pump rate during slide w/ROP increase to 20 fph at report time. Resonant vibration disappears at 27k WOB.

14-8D-45 BTR 10/13/2011 06:00 - 10/14/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	Drill/slide from 2046' to 2259'. Vibration minimized with 27k WOB. Does not appear sensitive to pump rate.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service.
18:00	12.00	06:00	2	DRILL ACTUAL	Drill/sllide from 2259' to 2491'. Slide 20' - 30' per kelly to hold direction. Wellbore not turning back towards north in big hole. 30' above lease hardline/setback at report time.

14-8D-45 BTR 10/14/2011 06:00 - 10/15/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	Drill/slide from 2491' to 2649'.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig Service.
18:00	6.00	00:00	2	DRILL ACTUAL	Drill/slide from 2649' to 2788'.
00:00	1.00	01:00	21	OPEN	Repair swab and liner on #2 pump while circ tight hole bring up MW w/#1 pump.
01:00	5.00	06:00	2	DRILL ACTUAL	Drill/slide from 2788' to 2861'. Complete last planned slide. Will perform complete derrick inspection prior to running casing to insure that all equipment is secured after rough drilling interval.

14-8D-45 BTR 10/15/2011 06:00 - 10/16/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	2	DRILL ACTUAL	Drill from 2861' to 2897'. Bushing jumped and lost string weight. Pump pressure 125 psig.
07:00	4.00	11:00	6	TRIPS	Pull 10 jts drill pipe x kelly. Found backoff. Threads clean indicating a backoff and not a pullout. Call Slaugh Fishing Tools. TIH and attempt to screw back into pipe. Unable to find fish in big hole. Work pipe and continue to attempt to find TOF and screw in while waiting on Fishing tools and serviceman. TOOH and WO fishing tools. Did not find TOF in hole.
11:00	19.00	06:00	19	FISHING	PU bumper sub and screw in sub for 4-1/2" XH with 11-3/4" skirt x TIH. Could not find fish at 350'. TIH 1 joint at a time. Tag TOF at 895'. Screw into fish. Establish circ. Attempt to pull fish to get kelly above floor. Fish came free with 140k over string wgt. Have 60k string weight hanging. TOOH slowly. TOOH to fishing tool. Screw in sub has fish. LD tool and 2 jts with swollen boxes and/or bent. Slug pipe. Check pin end of each joint while TOOH. Body of DP gouged/galled. LD every jt of DP for inspection. Continue out of hole with fish. Recovered the following: 33 jts DP, 15 jts HWDP and 1 6-1/2" DC. Two fish remain in hole. Fish #2: 538.90" of 4-1/2" DP and #3: 469.29' of BHA. PU screw in sub with 11-3/4" skirt, bumper sub, fishing jars, 6 - 6-1/2" DC and DP to surface. Screw into Fish #2 (DP) at 2234'. 15 rds in, 1-1/2 back. RU swedge and circ BU.

Bill Barrett Corporation

14-8D-45 BTR 10/16/2011 06:00 - 10/17/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	19.50	01:30	19	FISHING	Circ BU. Max gas 450 units. PU on fishing string. Pull Fish #2 free with 40k over string weight. Pull slowly with 20-30k drag for 20'. Fish free. TOOH with Fish #2. Full recovery of fish #2 (538.9'). TIH with screw in sub fishing assembly. Found TOF at 2428'. Screw into top of 6-1/2" collars (Fish #3). Unable to circulate. PU on fish 45'. Unable to pull further. Work fish and jar for 10 min. PU and fish pulled thru tight spot. Set back kelly and TOOH. Fish free. Weight indicates full recovery. Recovered 469' of fish, full recovery. Bit, bit sub and motor plugged with cuttings. LD directional tools, LD fishing tools. Total fish recovered: #1: 1577.69'; #2: 538.90'; #3: 469.29'; top section between kelly and top backoff: 312'. Total recovered: 2897.88'.
01:30	4.50	06:00	6	TRIPS	PU new bit x motor and TIH. Inspect BHA while TIH. PU HWDP. At 850' at report time.8 jts DP, 1 jt HWDP, 2 6" DC and 2 8" DC damaged.

14-8D-45 BTR 10/17/2011 06:00 - 10/18/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	6	TRIPS	Finish in hole with new bit and motor. Tag bottom at 2897'. No fill.
08:30	0.50	09:00	5	COND MUD & CIRC	Circ BU. 925 units gas.
09:00	3.00	12:00	2	DRILL ACTUAL	Drill from 2897' to 3001'. Sweep hole as necessary.
12:00	1.00	13:00	5	COND MUD & CIRC	C x C mud before making short trip. No fill on bottom. Note: some paraffin seen over shakers.
13:00	4.50	17:30	6	TRIPS	Slug pipe for STRIP. PU 2 jts and hit tight spot at 2899'. LD 2 jts and work across area while bringing MW up to 9.2 ppg. TIH to bottom. Pull 5 stands. Pull tight for first 3. Back to bottom. Circ BU. TOOH to run casing.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service.
18:00	2.00	20:00	6	TRIPS	Finish out of hole with drill string. LD shock sub x mud motor.
20:00	5.00	01:00	12	RUN CASING & CEMENT	Safety meeting with casing crew x LD crew. RU casing crew. PU x run 10-3/4", 45.5#, J55, BT surface casing. Run float shoe x float collar with 16 centralizers in string. Land casing at 3000'.
01:00	2.00	03:00	5	COND MUD & CIRC	C x C mud to condition hole to cement casing. Finish RU Halliburton. 1586 units max gas while cir hole.
03:00	3.00	06:00	12	RUN CASING & CEMENT	Safety meeting. Test lines to 3000 psig. Fill lines. Pump 20 bbls fresh water spacer, 40 bbls superflush, 20 bbls fresh water spacer. Pump 920 sxs, lead cement @ 11.0 ppg (3.16 yield; 19.48 gal/sxs - 518 bbls), 420 sxs tail @ 14.8 ppg (1.33 yield, 6.31 gal/sxs - 97 bbls). Drop top plug. Displace plug with 284 bbls fresh water. Displacing plug at report time. Full returns during entire job to report time. Cement to surface with 50 bbls displacement pumped.

14-8D-45 BTR 10/18/2011 06:00 - 10/19/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	12	RUN CASING & CEMENT	Finish displacing cement with fresh water. Full returns with cement to surface for entire job. Plug bumped 2 bbls early with 600 psig. Pressure to 1100 psig and held for 2 minutes. Bleed back 1-1/2 bbls. Floats holding. Washout flow lines on rig. Approximately 225 bbls cement returns to surface.
08:00	5.00	13:00	13	WAIT ON CEMENT	Wait on cement. Prepare to weld on casing head. Grout out top with 50 sxs.Holding after 2 hours.
13:00	4.00	17:00	21	WELD ON WELLHEAD	Make cut on casing/conductor. Weld on wellhead.
17:00	4.00	21:00	14	NIPPLE UP B.O.P	NU BOP's, choke liines and manifold.
21:00	5.50	02:30	15	TEST B.O.P	Test BOP's. Test pipe and bliind rams to 250/5000. Test HCR to 250/5000. Test annular to 250/2500. Test choke line, inside BOP, Choke manifold, upper and lower kelly cocks and safety valve to 250/5000. Test casing to 1500 psig. All tests good.
02:30	3.50	06:00	6	TRIPS	PU PDC bit and motor. PU MWD/directional tools and scirbe same. PU remainder of BHA. TIH to drill cement and float equipment and perform FIT. At 2400' at report time.

14-8D-45 BTR 10/19/2011 06:00 - 10/20/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	6	TRIPS	Tag cement at 2948'.
07:00	1.00	08:00	22	DRILL CEMENT AND FLOAT EQT	Close annular. Test casing to 1500 psig. Test ok. Drill firm cement, float collar, firm cement and float shoe. Function test annular.
08:00	0.50	08:30	2	DRILL ACTUAL	Drill from 3001' to 3015' (14' new hole).
08:30	1.00	09:30	22	FORMATION INTEGRITY TEST	Spot 60 vis 20% LCM pill on bottom. PU inside casing. Close pipe rams. Pressure to 335 psig on DP. Hold pressure for 10 minutes. Test on shoe good to 10.6 ppge. Bleed pressure and open pipe rams. Function test pipe rams.
09:30	2.00	11:30	2	DRILL ACTUAL	Drill from 3015' to 3074'. Drill/slide from 3074' to 3124'.
11:30	0.50	12:00	7	LUBRICATE RIG	Rig service.
12:00	13.00	01:00	2	DRILL ACTUAL	Drill/slide from 3124' to 3345'. BOP drill at connection at 3345'. Drill/slide from 3345' to 3536'. BOP drill on connection at 3536'. Drill/slide from 3536' to 3885'. Lost returns. Function tested pipe rams during tour.
01:00	0.50	01:30	5	COND MUD & CIRC	Lost 125 bbls.Regained returns. Mud up and add LCM.
01:30	4.50	06:00	2	DRILL ACTUAL	Drill/slide from 3885' to 4093' with full returns. Building angle per plan. At 12.83 deg, 287 deg az at report time.

14-8D-45 BTR 10/20/2011 06:00 - 10/21/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	2	DRILL ACTUAL	Drill/slide from 4093' to 4108'. Lost returns at 4108'.
06:30	0.50	07:00	5	COND MUD & CIRC	Lost returns. Build volume and add LCM. Regained returns. Lost approximately 400 bbls to hole.
07:00	2.00	09:00	2	DRILL ACTUAL	Drill/slide from 4108' to 4171'. Sporadic partial loss of returns. Drill ahead at reduced pump rate and continue to build mud volume and add LCM.
09:00	9.00	18:00	2	DRILL ACTUAL	Drill/slide from 4171' to 4442'. Continue to build angle to meet directional plan requirements. Mud losses at a seepage rate with occasional partial loss of returns. Function tested pipe rams. Conduct BOP drill.
18:00	9.50	03:30	2	DRILL ACTUAL	Drill/slide from 4442' to 4742'. Maintain hold section. Well still seeping mud.
03:30	0.50	04:00	7	LUBRICATE RIG	Rig service. F/T pipe rams.
04:00	2.00	06:00	2	DRILL ACTUAL	Drill/slide from 4742' to 4802'. In hold section maintaining angle and direction. Conducted BOP drill.

14-8D-45 BTR 10/21/2011 06:00 - 10/22/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.50	15:30	2	DRILL ACTUAL	Drill/slide from 4806' to 5186'. Hole continues to take fluid at varying pump rates. Conduct BOP drill.
15:30	0.50	16:00	7	LUBRICATE RIG	Rig service. F/T pipe rams. SPR at 5186'.
16:00	14.00	06:00	2	DRILL ACTUAL	Drill/slide from 5186' to 5630'. Drilling drop section of plan. F/T pipe rams and take SPR @ 5503'. BOP drill at 5630'. Drilling with reduced pressure/flow rate to minimize losses to hole.

14-8D-45 BTR 10/22/2011 06:00 - 10/23/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	Drill/slide from 5630' to 5914'. In drop section of hole.
14:30	0.50	15:00	7	LUBRICATE RIG	Rig service. F/T pipe rams and record SPR's.
15:00	3.00	18:00	2	DRILL ACTUAL	Drill/slide from 5914' to 6020'. Multiple slides to force drop per plan.
18:00	4.00	22:00	2	DRILL ACTUAL	Drill/slide from 6020' to 6137' . BOP drill on connection at 6105'. Unable to drop angle. Bit torquing up while sliding.
22:00	1.00	23:00	5	COND MUD & CIRC	Circ BU.
23:00	3.50	02:30	6	TRIPS	Slug pipe and TOOH for new bit and motor.
02:30	1.50	04:00	20	DIRECTIONAL WORK	LD bit x motor. PU new bit x motor. Scribe directional tools. F/T blind rams while out of hole.
04:00	2.00	06:00	6	TRIPS	TIH with new bit x motor. Fill pipe with clean mud and circ out at surface shoe. Circ out at surface shoe at report time.

Bill Barrett Corporation

14-8D-45 BTR 10/23/2011 06:00 - 10/24/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	6	TRIPS	Circ BU. Max gas 210 units. Finish in hole to TD.
08:00	0.50	08:30	5	COND MUD & CIRC	Circ BU. Max gas 154 units.
08:30	8.00	16:30	2	DRILL ACTUAL	Drill 2' new hole to set bit. Drill/slide from 6137' to 6422'. Conducted BOP drill at 6422' and record SPR's.
16:30	0.50	17:00	7	LUBRICATE RIG	Rig service. F/T pipe rams.
17:00	1.00	18:00	2	DRILL ACTUAL	Drill/slide from 6422' to 6465'.
18:00	12.00	06:00	2	DRILL ACTUAL	Drill/slide from 6465' to 7074'. Conducted BOP drill. F/T pipe rams at 6930'. Update SPR's at 6930'. Drilling at reduced pump rate to minimize losses. Reduced pump rate at 7014'. Drilling ahead.BGG 2000 units.

14-8D-45 BTR 10/24/2011 06:00 - 10/25/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.50	15:30	2	DRILL ACTUAL	Drill/slide from 7074' to 7342'. Conducted BOP drill.
15:30	0.50	16:00	7	LUBRICATE RIG	Rig Service. Record SPR's. F/T pipe rams.
16:00	2.00	18:00	2	DRILL ACTUAL	Drill/slide from 7342' to 7410'.
18:00	1.50	19:30	2	DRILL ACTUAL	Drill/slide from 7410' to 7470'. Function Test Pipe Rams at 7470'.
19:30	0.50	20:00	21	REPLACE ROTATING HEAD RUBBER	Replace rotating head rubber.
20:00	3.50	23:30	2	DRILL ACTUAL	Drill/slide from 7470' to 7627'. Well flowing.
23:30	6.50	06:00	21	WELL CONTROL	Well flowing. 53 bbl gain. PU 45' (kelly, bushing and all kelly valves above table). Shut in well with annular. 400 psig casing pressure. 0 psig DP pressure. 275 psig to open float. .7 ppg underbalance. 9.3+ ppg mud in hole. 10.1 ppg kill weight. Attempt to circ. Pump 9.2 ppg mud into DP. No returns. Continue pumping at SPR. No DP pressure. DP pressure slowly cliimbed to 300 psig and then slowly fell back to 130 psig. Well on 20% choke. Gas to surface almost immediately. Casing pressure 450 psig and steady. DP pressure varying between 125 psig and 265 psig. Unable to establish circulation. Steady flare from buster. Continue to mix mud and LCM. Pumping 9.2 ppg with 32% LCM and attempting to establish returns. Open choke to allow gas to vent and attempt to establish circ. No circulation. Pumped total of 1500 bbls into well with no returns. Choke plugging with paraffin. Work choke between 20% and 30%. Steady flare on ventliine. DP pressure @ 200 psig at 5:00 am. Out of barite. Mix mud and LCM and pump. Mix 100 bbls clean mud and pump downhole to clear DP of LCM. SD pumps and build volume.

14-8D-45 BTR 10/25/2011 06:00 - 10/26/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	13.50	19:30	21	WELL CONTROL	Pump 70 bbl hi vis pill of clean mud. SD pump. Close choke. Well shut in while pits are dumped of solids/LCM and volume built. Continue to work pipe every 30 min. Monitor and record SICP. Build mud to 9.0 ppg with 30% LCM. Expro serviceman went thru both chokes while shut down. Begin pumping 9.0 ppg, 50 vis, 38% LCM mud down drillpie at SPR (51 spm). Casing pressure gradually declining from 1350 psig to 150 psig. Mud returns at approximately 14000 strokes (1078 bbls) or almost 2 complete hole volumes. Heavy paraffin in returns until initial mud was seen. Initial mud back was thin and weighed 8.6 ppg.
19:30	10.50	06:00	5	COND MUD & CIRC	Continue to circ thru choke holding a 9.2 ppge on the well. Work to bring mud up to 8.9/9.0 ppg, 50 vis and 40% LCM. Hauling water and additional mud materials to location.Bring BP up to 400-500 psig to limit gas entry while adding weight to mud. Continue to circ at SPR. C x C mud to even out streaks. Circ at report time. Paraffin in mud while circ out.

14-8D-45 BTR 10/26/2011 06:00 - 10/27/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.00	17:00	5	COND MUD & CIRC	C x C mud. Weight up mud to consistent 9.0 ppg in. Measure SIDPP. Shows 150 psig over SPP. KWM is 9.4 ppg. Bring MW to 9.2 ppg and circ 1 hole volume. MW out not increasing. Volume of paraffin increasing. Continue to circ.
17:00	0.50	17:30	8	REPAIR RIG	Rig service. Annular closed 2 days to serve as weekly function test.
17:30	1.50	19:00	5	COND MUD & CIRC	Continue to circ and monitor returns. Paraffin plugging chokes and pump suctions. Retort analysis on mud shows 9% paraffin in and 17% out. Possible loss of barite during circulation. Pump 100 bbl clean mud into drill string to clear LCM.
19:00	11.00	06:00	21	CLEAN MUD PITS AND BUILD NEW MUD	Shut in well. Dump and clean mud tanks. Pump 5 bbls clean mud every hour. Work pipe every hour. Monitor casing pressure. Pressure up from 1409 psig to 180 psig while working on mud pits. Build new 9.5 ppg, 45-50 vis, 35% LCM mud. Build 350 bbls extra mud. Also have 400 bbls mud on standby from H&P 273 to be hauled in vac trucks for use in well. Repairing hoses from bar hopper and building vis and weight in premix and rig pits at report time.

14-8D-45 BTR 10/27/2011 06:00 - 10/28/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	12.00	18:00	5	COND MUD & CIRC	Well closed in. 200# on csg. Circ and Cond mud to 9.5#, 50 vis and 35% LCM. Move flare away from pit and build new berm around it.
18:00	0.50	18:30	7	LUBRICATE RIG	Rig service, annular closed.
18:30	8.00	02:30	5	COND MUD & CIRC	Attempt to kill well with wait and weight method. Csg had 350# after 1 full circulation. Change to drillers method and continue waiting up mud. Well dead after 2.5 circulations and 9.9 # mud in hole.
02:30	4.00	06:30	2	DRILL ACTUAL	Drlg 7627-7819. 192' for day.

14-8D-45 BTR 10/28/2011 06:00 - 10/29/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	2	DRILL ACTUAL	Drlg 7918-7946'. MW 9.9 background gas 2400 units. no seepage.
08:30	0.50	09:00	7	LUBRICATE RIG	Rig service. Function test pipe rams.
09:00	8.50	17:30	2	DRILL ACTUAL	Drlg 7946-8380'. Final MW 10.1, no gas shows below 8200'.
17:30	1.00	18:30	5	COND MUD & CIRC	Pump sweep and prep for wiper trip.
18:30	3.00	21:30	6	TRIPS	Make wiper trip to 6100'. Pipe pulled smoothly and hole took proper volumes.
21:30	1.00	22:30	5	COND MUD & CIRC	Pump sweep. Bottoms up had 6400 units trip gas.
22:30	7.50	06:00	6	TRIPS	Pump pill and TOH for logs. Laydown MWD and mud motor. HES preping to rig up.

14-8D-45 BTR 10/29/2011 06:00 - 10/30/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	DRILLING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.50	12:30	11	WIRELINE LOGS	Rig up HES to run Quad-Combo and volume log. Logs to 8380'. Rig down HES,
12:30	5.00	17:30	6	TRIPS	Pull wear bushing. TIH, fill pipe and break circ. 4100 and 7300'. TIH to bottom. Wouldn't circulate.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig Service
18:00	3.00	21:00	5	COND MUD & CIRC	Build volume, mix and pump LCM sweeps.
21:00	4.00	01:00	6	TRIPS	Pull to 6000' and attempt to circulate, Pull to csg shoe. Still no circ. Pull to 1500'.
01:00	5.00	06:00	5	COND MUD & CIRC	Break circulation. 10.2# coming out. .Pump 9.8+ and displace hole. TIH to csg shoe and repeat, Stage in hole 1500' at atime. Displacing heavy mud. Tripping in to 6000' at report time.

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Lawrence Lorenzen Phone Number 435-828-6095
Well Name/Number 14-8D-45 BTR
Qtr/Qtr SE/SW Section 8 Township 4S Range 5W
Lease Serial Number 2OG0005608
API Number 43-013-50567

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

RECEIVED
NOV 01 2011
DIV. OF OIL, GAS & MINING

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☒ Production Casing
- ☐ Liner
- ☐ Other

Date/Time 10/29/11 0600 AM ☐ PM ☒

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time ___ _ AM ☐ PM ☒

Remarks

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL Oil Well

8. WELL NAME and NUMBER: 14-8D-45 BTR

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43013505670000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8164 Ext

9. FIELD and POOL or WILDCAT: ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY: DUCHESNE

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
✓ SUBSEQUENT REPORT Date of Work Completion: 11/21/2011	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	✓ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well had first gas sales on 11/21/2011 and first oil sales on 11/23/2011.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Venessa Langmacher	303 312-8172	Senior Permit Analyst
SIGNATURE N/A		**DATE** 11/28/2011

RECEIVED Nov. 28, 2011

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6265

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL Oil Well

8. WELL NAME and NUMBER: 14-8D-45 BTR

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43013505670000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8164 Ext

9. FIELD and POOL or WILDCAT: ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY: DUCHESNE

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
☐ SPUD REPORT Date of Spud:	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
✓ DRILLING REPORT Report Date: 11/30/2011	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

November 2011 Monthly Drilling Report attached.

Accepted by the Utah Division of Oil, Gas and Mining

FOR RECORD ONLY

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE N/A		**DATE** 12/5/2011

RECEIVED Dec. 05, 2011

Bill Barrett Corporation

14-8D-45 BTR 11/1/2011 06:00 - 11/2/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.50	10:30	12	RUN CASING & CEMENT	Rig up HES to cmt. HSM, pressure test pump & lines. Pump cmt as follows; 5 bbl fresh water spacer, , 40 bbl super flush, 10 bbl fresh water spacer, pump 1115 sks (463 bbls) 11# tuned light lead cmt, 780 sks 13.5# econocem tail slurry and displace with 193 bbls water with Cla-web and Aldo-cide. Final lift pressure 1400#, bump plug to 500 over and check floats. Had returns thru most of job. Lost returns while shut down to drop plug. Lift calculations estmate lift to 1500' from surface.
10:30	1.50	12:00	14	NIPPLE DOWN B.O.P	N/D BOP and set slips @ 140K (30K) over string wt,
12:00	4.00	16:00	21	OPEN	Clean mud tanks, winterize rig and prep for move

14-8D-45 BTR 11/5/2011 06:00 - 11/6/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Prod. Crews Moving In, Setting Up Facilities, Suck Out Cellar With RNI

14-8D-45 BTR 11/7/2011 06:00 - 11/8/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	4.50	10:30	GOP	General Operations	Prod. Crews Working On Facilities
10:30	2.00	12:30	IWHD	Install Wellhead	Safety Meeting With WellHead Crew. 0 psi on 5 1/2' csg,, 0 Psi On Surface Casing. Removed 11" Night Cap Flange, Dressed 5 1/2' Csg Top, Installed 11" x 7 1/16" 5k Tubing Head with 2- 2 1/16" 5k Gate Valves, N/U Flange, Pressure Test Hanger Seals To 5800 Psi. Good Test. Installed Tree Cap, Secured Wellhead.
12:30	17.50	06:00	GOP	General Operations	Prod. Crews Con't Working On Facilities.

14-8D-45 BTR 11/8/2011 06:00 - 11/9/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	GOP	General Operations	HES E-line Crew travel to location.
07:30	4.50	12:00	SRIG	Rig Up/Down	HES crew arrived on location. Safety meeting with E-line crew. Spotted in crane and e-line equipment. Checked pressures at the wellhead, 0 psi, removed 7' 5k night cap. rigged up e-line flange adapter. P/up 4.5' gauge ring. RIH and tagged PBTD @ 8196', FC @ 8286' 94' of cement in the hole. POOH with e-line. Construction crews worked on production facilities, hauled in frac tanks throughout the day, set 20 frac tanks on location. Hydro-vac truck cleaned out paraffin out of reserve pit.
12:00	9.00	21:00	LOGG	Logging	P/up RBT/CBL/RMIT, RIH to PBTD @ 8196', Completed tie from 8196 to 7596' using open hole reference log ran on 10-29-11, Dropped down and completed repeat pass, verified depth correction to open hole gamma ray was completed. applied 500 psi to the casing, logged main pass with RTB/CBL/RMIT from 8196' to 3000', turn off RMIT logging tool @ 3000. Continued logging RBT/CBL to surface. determined top of cement @ 2200', located marker jt @ 5814' to 5835', 7101' to 7121', 7781' to 7801'.
21:00	1.50	22:30	SRIG	Rig Up/Down	Bleb off pressure at 500' L/D Logging tools, N/D e-line flange adapter, N/U night cap. secured well from the night. RDMO HES.
22:30	7.50	06:00	LOCL	Lock Wellhead & Secure	Secured location for the night.

14-8D-45 BTR 11/9/2011 06:00 - 11/10/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured, 0 psi on well, N/D 2 1/16" gate valves and flip over gate valves 180* . Construction crews continued to build production facilities. hauled in brine tanks, set and built berms around flow back tanks. hauled in 3% kcl and production water. build road crossing for sales line. completed well head tie in and back filled trench.

Bill Barrett Corporation

14-8D-45 BTR 11/10/2011 06:00 - 11/11/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured, Construction Crews still building production facilities and insulating production tanks. Set up water transfer lines. batched frac tanks with BE-6, continued filling frac tanks. Spotted sand trap and started to set up flow back equipment.

14-8D-45 BTR 11/11/2011 06:00 - 11/12/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. Removed 7 1/16" night cap. N/U Cameron Frac Mandrel & N/U Cable's 5 1/8" frac tree, R/up flow back equipment and sand trap, Pressure tested casing to 500 psi low increase to 8500 psi. held pressure on remote chart for 30 minutes. Pressure tested sand trap to 2000 psi, isolated sand trap, increase pressure to 4500 psi on the flow back system. Finished topping off 3% kcl tanks, consturction crews continue to set up production facilites.

14-8D-45 BTR 11/12/2011 06:00 - 11/13/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and freeze protected. Production facilites is @ 90% complete, moved in light towers and prep location for frac.

14-8D-45 BTR 11/13/2011 06:00 - 11/14/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and freeze protected.Construction crews finished with production facilites.

14-8D-45 BTR 11/14/2011 06:00 - 11/15/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and freeze protected. Set water manifold, Heated frac tanks, set mountain movers. Moved out remaining construction equipment. Continued to insulate tank battery, Electricians installed eletrical panels. Miscellaneous prep work, set storage tanks and complete tank berms, ground flow back equipment.

14-8D-45 BTR 11/15/2011 06:00 - 11/16/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	LOCL	Lock Wellhead & Secure	Well shut in and secured. E-line crew traveling to location. 0 psi on the well.
07:30	2.00	09:30	SRIG	Rig Up/Down	E-line crew arrived on location, Safety Meeting with SLB, Cable and Delsco. Spotted in E-line Equipment. R/up crane and wire line unit. P/up lubricator and CCL tool, R/up pressure test unit, pressure tested E-line pressure control equipment to 4000 psi, held test for 5 minutes. good test. Bled off pressure. Disconnected lub. P/up stg #1 perf guns.
09:30	2.50	12:00	PFRT	Perforating	RIH stg #1 perf guns, located lower marker jts @ 7781' to 7801' and made correlation pass, completed correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL complete, drop down to tie in collar, verified CCL was still on depth. dropped down to 8190' pulled up and perforated stg #1 intervals from 7983' to 8176'. seen no pressure change during perf ops. POOH w/ e-line, POOH with e-line, Secured guns in lub. shut in well, L/D Spent guns, All shots fired as design. Pump 50/50 methanol for freeze protection.
12:00	3.50	15:30	SRIG	Rig Up/Down	Halliburton crew arrived on location, pre- job rig up safety meet with Halliburton crew. Spotted in and rigged up Halliburton frac equipment.
15:30	14.50	06:00	GOP	General Operations	Heating frac tanks on 7-6 staging area.

Bill Barrett Corporation

14-8D-45 BTR 11/16/2011 06:00 - 11/17/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.75	07:45	GOP	General Operations	HES Frac crew arrived on location 05:00, Started frac equipment, Ran QA/QC fluid checks, completed bucket test on Hydration unit and blender. Verified strap and temp on water and chemicals. Primed pump trucks. checks pressures at the well head. Shut down for safety meeting. review job plans and designs, reviewed hazards in JSA.
07:45	1.75	09:30	FRAC	Frac. Job	Pressure tested treating iron @ 9001 psi. Stg #1 of 9, Zone Stg CR-4 & 4A Water Temp @ 48 *. Open Well @ 07:30 Hrs, @ 79 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 15 bpm, 2500 psi. Flow meter on the blender was not reading correctly. Had o shut down and make repair to flow meter. 30:00 minutes of down time. Started on 15%HCL @ 10.0 bpm 2964 psi, Pumped Bioballs @ 28.9 bpm 4240 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78, displaced to perfs, seen good ball action, surged frac balls three times. shut down for 15 minutes. Started on 3% KCL / Produce Water pad @ 70.5 bpm, 4240 psi. pumped 10,000 gal into the stg and shut down for ISIP & Open Perforation = 31 out of 39 shots, ISIP = 2368 psi, .73 Frac Gradient. Started on X-link pad @ 71.1 bpm, 4063 psi. Start 2#/ Gal 20/40 CRC sand, 70.7 bpm, 4286 psi 2# 71.1 bpm, 4020 psi 2# On perfs bpm 70.9 @ 3907 psi 3# 70.9 bpm, 3755 psi 3# On perfs bpm 70.9 @ 3549 psi 3.5# 72.5 bpm, 3649 psi 3.5# On perfs bpm 72.1 @ 3557 psi 4# 71.4 bpm, 3513 psi 4# On perfs bpm 72.5 @ 3527 psi On Flush @, 72.3 bpm, 4221 psi Final Injection, 71.3 bpm, 4251 psi Open Perforation = 32 out of 39 shots, ISDP, 2435 psi, 0.74 Frac Gradient. Max Rate 73 bpm, Max Pressure 4332 psi. Avg Rate 70.7 bpm, Avg Pressure 3848 psi Total X-link fluids pumped:1389 bbls Total produce water pumped:1550 bbls Total fluid in bbls pumped: 3303, Total CRC pumped, 20/40 CRC = 143,700#. pumped 40 sks over designed.
09:30	1.50	11:00	PFRT	Perforating	R/U E-line, P/up stg #2 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7976', with 2150 psi, pulled up and perforated stg #2 intervals from 7809' to 7956'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #2.
11:00	1.75	12:45	FRAC	Frac. Job	Pressure tested treating iron @ 8900 psi. Stg #2 of 9, Zone Stg CR-3 Water Temp @ 68 *. Open Well @ 11:06 Hrs, @ 2291 psi, 0 Surface and Frac Mandrel, 0 psi.Formation Break Down @ 9.6 bpm, 2386 psi. Started on 15%HCL @ 9.0 bpm 2386 psi, Pumped Bioballs @ 28.7 bpm 2815 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78. Seen good ball action, surged frac balls 3 times. shut down for 15 minutes. Started on 3% KCL / Produce Water pad @ 71.2 bpm, 4014 psi Open Perforation = 34 out of 39 shots, ISIP = 2368 psi, .74 Frac Gradient.Started on X-link pad @ 71.2 bpm, 4014 psi Start 2#/ Gal 20/40 CRC sand, 71.2 bpm, 4093 psi 2# 71.2 bpm, 4060 psi 2# On perfs bpm 71.2 @ 71.2 psi 3# 71.2 bpm, 3786 psi 3# On perfs bpm 71.2 @ 3608 psi 3.5# 71.2 bpm, 3596 psi 3.5# On perfs bpm 72.5 @ 3590 psi 4# 71.4 bpm, 3570 psi 4# On perfs bpm 71.3 @ 3515 psi On Flush @, 70.5 bpm, 3721 psi Final Injection, 72.3 bpm, 4145 psi Open Perforation = 35 out of 39 shots, ISDP, 2359 psi, 0.74 Frac Gradient. Max Rate74.5 bpm, Max Pressure 4134 psi. Avg Rate 71.4 bpm, Avg Pressure 3818 psi Total X-link fluids pumped:1643 bbls Total produce water pumped: 1722 bbls Total fluid in bbls pumped: 3456 bbls Total Sand pumped, 20/40 CRC,166,800#. Job was pumped as designed.
12:45	1.50	14:15	PFRT	Perforating	R/U E-line, P/up stg #3 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7800', with 2350 psi, pulled up and perforated stg #3 intervals from 7632' to 7772'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #3.

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
14:15	1.75	16:00	FRAC	Frac. Job	Pressure tested treating iron @ 8901 psi. Stg #3 of 9, Zone Stg CR-3 Water Temp @ 65 *. Open Well @ 14:15 Hrs, @ 2350 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 8.1 bpm, 2142 psi. Started on 15%HCL @ 9.9 bpm 2372 psi, Pumped Bioballs @ 30.1 bpm 2930 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78. seen good ball action, surged frac balls three times. shut down for 15 minutes. Started on 3% KCL / Produce Water pad @ 70.7 bpm, 4001 psi Open Perforation = 31 out of 39 shots, ISIP = 2192 psi, .73 Frac Gradient. Started on X -link pad @ 71.1 bpm, 4163 psi Start 2#/ Gal 20/40 CRC sand, 70.9 bpm, 4144 psi 2# 70.8 bpm, 4062 psi 2# On perfs bpm 70.9 @ 3859 psi 3# 70.9 bpm, 3739 psi 3# On perfs bpm 70.9 @ 3510 psi 3.5# 70.9 bpm, 3506 psi 3.5# On perfs bpm 71.0 @ 3474 psi 4# 70.4 bpm, 3477 psi 4# On perfs bpm 71.0 @ 3346 psi On Flush @ 70.3 bpm, 3754 psi Final Injection, 70.4 bpm, 4055 psi Open Perforation = 34 out of 39 shots, ISDP, 2149 psi, 0.72 Frac Gradient. Max Rate 72.3 bpm, Max Pressure XXXXX psi. Avg Rate 71.0 bpm, Avg Pressure XXXX psi Total fluid in bbls pumped: 3183 bbls Total Sand pumped, 20/40 CRC = 155,000#, Job was pumped as designed.
16:00	1.50	17:30	PFRT	Perforating	R/U E-line, P/up stg #4 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7628', with 1900 psi, pulled up and perforated stg #4 intervals from 7466' to 7611'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #4. resume frac operation in the am.
17:30	12.50	06:00	LOCL	Lock Wellhead & Secure	Shut in and secured frac tree, pumped 50/50 methanol in frac tree. continued to haul frac sand and 3% kcl. heat frac water on 7-6 staging area.

14-8D-45 BTR 11/17/2011 06:00 - 11/18/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	GOP	General Operations	Frac crew and flow test crew arrived @ 05:00, started frac equipment, primed pumps, completed bucket test on Hydro & blender. shut down for safety meeting, review JSA and yesterday activities.
06:30	1.50	08:00	FRAC	Frac. Job	Pressure tested treating iron @ 8030 psi. Stg #4 of 5, Zone Stg CR-2, Water Temp @ 70*. Open Well @ 06:30 Hrs @ 1642 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 14 bpm, 2168 psi. Started on 15%HCL @ 9.6 bpm 2164 psi, Pumped Bioballs @ 28.9 bpm 2760 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78. seen good ball action, surged frac balls three times. shut down for 15 minutes. Started on 3% KCL @ 70.6 bpm, 4080 psi, shut down 10,000 gals into stage for ISIP & Open Perforation = 28 out of 42 shots, ISIP = 2090 psi, .72 Frac Gradient Started on X-link pad @ 70.6 bpm, 3970 psi Start 2#/ Gal 20/40 CRC, 70.4 bpm, 3984 psi 2# 70.4 bpm, 3974 psi 2# On perfs bpm 70.3 @ 3656 psi 3# 70.4 bpm, 3650 psi 3# On perfs bpm 70.3 @ 3518 psi stayed on 3# ppg sand do to slight increase in net pressure. 3# 71.2 bpm, 3773 psi 3# On perfs bpm 71.2 @ 3783 psi On Flush @ 70.4 bpm, 3922 psi Final Injection,73.0 bpm, 73.0 psi Open Perforation = 30 out of 42 shots, ISDP, 2689 psi, 0.80 Frac Gradient. Max Rate 73.6 bpm, Max Pressure 3987 psi. Avg Rate 70.0 bpm, Avg Pressure 3970 psi Total X-link fluids pumped: 1898 bbls Total Pad and flush, 1826 bbls Total fluid in bbls pumped: 3818 bbls Total Sand pumped, 20/40 CRC = 179,220#, did not place 3.5# or 4# sand in formation. pumped the whole stage in 3# ppg sand.
08:00	1.50	09:30	PFRT	Perforating	R/U E-line, P/up stg #5 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7390', with 1700 psi, pulled up and perforated stg #5 intervals from 7177' to 7362'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #5.

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
09:30	1.50	11:00	FRAC	Frac. Job	Pressure tested treating iron @ 8500 psi. Stg #5 of 9, Zone Stg Wasatch & CR-2 Water Temp @ 68*, Open Well @ 09:41 Hrs, @ 1204 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 8.5 bpm, 3162 psi. Started on 15%HCL @ 9.6 bpm 2054 psi, Pumped Bioballs @ 28.9 bpm, 2726 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78. Seen good frac ball action. surged balls 3 times. shut down for 15 minutes. Started on 3% KCL Water pad @ 70.3 bpm, 3622 psi, shut down 10,000 gals into the pad for ISIP & Open Perforation = 27 out of 39 shots, ISIP = 1700 psi, .68 Frac Gradient. Started on X-link pad @ 70.3 bpm, 3622 psi. Start 2#/ Gal 20/40 Prem White sand, 70.9 bpm, 3332 psi 2# 70.5 bpm, 3470 psi 2# On perfs bpm 70.7 @ 3136 psi 3# 70.7 bpm, 3116 psi 3# On perfs bpm 70.8 @ 2890 psi 3.5# 71.0 bpm, 2795 psi 3.5# On perfs bpm 71.0 @ 2790 psi 4# 71.0 bpm, 2787 psi 4# On perfs bpm 71.0 @ 71.2737 psi On Flush @, 70.5 bpm, 3019 psi Final Injection, 70.5 bpm, 3324 psi Open Perforation = 34 out of 39 shots, ISDP, 2003 psi, 0.72 Frac Gradient. Max Rate 71 bpm, Max Pressure 3539 psi. Avg Rate 70.8 bpm, Avg Pressure 3138 psi Total X-link fluids pumped:65,021 gals Total Pad and Flush water pumped: 66,207 gals Total fluid in bbls pumped: 3217 bbls Total Sand pumped, 20/40 = 157,400#,
11:00	1.50	12:30	PFRT	Perforating	R/U E-line, P/up stg #6 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7172', with 1550 psi, pulled up and perforated stg #6 intervals from 6961' to 7154'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #6.
12:30	1.50	14:00	FRAC	Frac. Job	Pressure tested treating iron @ 8500 psi. Stg #6 of 9, Zone Stg Wasatch CR-A1,1. Water Temp @ 68 *. Open Well @ 12:33 Hrs,@ 1550 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.3 bpm, 1594 psi. Started on 15%HCL @ 9.7 bpm 1547 psi, Pumped Bioballs @ 28.9 bpm 1886 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78. Seen good ball diversion, surged well 3 times, shut down for 15 minutes. Started on 3% KCL Water pad @ 70.1 bpm, 3555 psi, Shut down 10,000 gals into stg for ISIP & Open Perforation= 26 out of 39 shots, ISIP = 1722 psi, .69 Frac Gradient Started on X-link pad @ 70.9 bpm, 3435 psi. Start 1#/ Gal 100 mesh sand @ 3481 bpm, 3481 psi Started on 1# Prem White sand @ 70.9 bpm, 3377 psi 1# On perfs bpm 70.9 @ 3270 psi 2# 70.8 bpm, 3223 psi 2# On perfs bpm 70.9 @ 3066 psi 3# 70.9 bpm, 2961 psi 3# On perfs bpm 71.0 @ 2937 psi 3.5# 71.9 bpm, 2870 psi 3.5# On perfs bpm 71.0 @ 2845 psi 4# 71.5 bpm, 2819 psi 4# On perfs bpm 71.1 @ 2723 psi On Flush @, 70.2 bpm, 2779 psi Final Injection,70.6 bpm, 3140 psi Open Perforation = 37 out of 39 shots, ISDP, 1955 psi, 0.72 Frac Gradient. Max Rate 71.5 bpm, Max Pressure 3582 psi. Avg Rate 70.9 bpm, Avg Pressure 3199 psi Total X-link fluids pumped: 80,807 Gals Total Slick water pad pumped: 68,807 Gals Total fluid in bbls pumped: 3656 bbls Total Sand pumped, 20/40 = 166,500# of Prem white, Total 100 mesh sand pumped: 20,700#, Job was completed as designed.
14:00	1.50	15:30	PFRT	Perforating	R/U E-line, P/up stg #7 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 6950', with 1500 psi, pulled up and perforated stg #7 intervals from 6767' to 6931'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #7.
15:30	14.50	06:00	LOCL	Lock Wellhead & Secure	Secured and freeze protected frac tree with 50/50 Methanol, continued to re-stock frac sand and 3% kcl, still filling staging area and heating frac water.

14-8D-45 BTR 11/18/2011 06:00 - 11/19/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	LOCL	Lock Wellhead & Secure	HES Crew arrived @ 05:00, Started frac equipment, Primed frac pumps, Ran bucket test on Hydro & blender. Safety meeting with Frac crew and flow testers. reviewed JSA.
06:30	1.50	08:00	FRAC	Frac. Job	Pressure tested treating iron @ 8500 psi. Stg # 7 of 9, Zone Stg Castle Peak & Ute Land, Water Temp @ 68 *. Open Well @ 06;30 Hrs, @ 1250 psi, 0 Surface and Frac Mandrel, 0 psiFormation Break Down @ 10.2 bpm, 1480 psi. Started on 15%HCL @ 10.2 bpm 1490 psi, Pumped Bioballs @ 29.3 bpm 2012 psi. Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78, Seen good ball action, surged frac balls three times, shut down for 15 minutes. Started on 3% KCL Slick Water pad @ 70.6 bpm, 3194 psi, shut down for ISIP & Open Perforation = 26 out of 39 shots, ISIP = 1607 psi, . 68 Frac Gradient Started on X-link pad / 1# ppg 100 mesh @ 70.9 bpm, 3310 psi. Stg to 1#/ Gal 20/40 Prem White sand, 70.9 bpm, 3239 psi 1# 70.9 bpm, 3239 psi 1# On perfs bpm 3304 @ 3115 psi 2# 70.9 bpm, 3094 psi 2# On perfs bpm 70.9 @ 2917 psi 3# 71.0 bpm, 2670 psi 3# On perfs bpm 71.0 @ 2744 psi 3.5# 71.1 bpm, 2670 psi 3.5# On perfs bpm 71.1 @ 2621 psi 4# 71.1 bpm, 2622 psi 4# On perfs bpm 71.1 @ 2589 psi On Flush @ 70.3 bpm, 2650 psi Final Injection, 70.3 bpm, 3183 psi Open Perforation = 39 out of 39 shots, ISDP, 1886 psi, 0.72 Frac Gradient. Max Rate 70.3 bpm, Max Pressure 3320 psi. Avg Rate 71.0 bpm, Avg Pressure 3005 psi Total X-link fluids pumped:69,964 Gals Total Slick water Pad pumped:80,926 Gals Total fluid in bbls pumped: 3685 bbls Total Prem White Sand pumped: 20/40 Prem White= 167,300#, Total 100 Mesh Sand Pumped:20,800#, Job was pumped as designed.
08:00	1.50	09:30	PFRT	Perforating	R/U E-line, P/up stg #8 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 6760', with 1450 psi, pulled up and perforated stg #8 intervals from 6575' to 6741'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #8.
09:30	0.50	10:00	DTIM	Downtime	Wait on water.
10:00	2.00	12:00	FRAC	Frac. Job	Pressure tested treating iron @ 8500 psi. Stg #8 of 9, Zone Stg Black Shale & Castle Peak, Water Temp @ 63 * Open Well @ 10:15 Hrs, @ 1256 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 9.6 bpm,1852 psi. Started on 15%HCL @ 9.6 bpm 1554 psi, Pumped Bioballs @ 28.0 bpm 2253 psi.Total Bbls of 15% HCL Pump 71 bbls & Bio-Balls pumped 60 . Seen good ball action, shut down surged well 3 times. lost fan belts on Hydro motor, shut down to repair belts. down time 45 minutes. Started on 3% KCL Slick Water pad @ 70.1 bpm, 4217 psi. shut down 10,000 gals into stg for ISIP & Open Perforation = 24 out of 30 shots, ISIP = 1532 psi, .67 Frac Gradient. Started on X-link/ 1# ppg 100 mesh stg pad @ 70.8 bpm, 3514 psi. Start 1#/ Gal 20/40 Prem White sand, 70.8 bpm, 3522 psi 1# 70.8 bpm, 3522 psi 1# On perfs bpm 70.9 @ 3414 psi 2# 70.7 bpm, 3344 psi 2# On perfs bpm 70.8 @ 3153 psi 3# 70.9 bpm, 3070 psi 3# On perfs bpm 70.9 @ 3016 psi 3.5# 71.0 bpm, 2899 psi 3.5# On perfs bpm 71.1 @ 2831 psi 4# 71.1 bpm, 2827 psi 4# On perfs bpm 71.1 @ 2782 psi On Flush @ 70.9 bpm, 2888 psi Final Injection, 70.8 bpm, 3377 psi Open Perforation = 30 out of 30 shots, ISDP, 1873 psi, 0.72 Frac Gradient. Max Rate 71.1 bpm, Max Pressure 3535 psi. Avg Rate 70.0 bpm, Avg Pressure 3264 psi Total X-link fluids pumped: 64,787 gals Total Slick water Pad pumped: 76,025 galsl Total fluid in bbls pumped: 3425 bbls Total Prem White Sand pumped, 20/40 Prem White = 156,300#, Total 100 Mesh Sand Pumped: 19,000# Job was pumped as designed.
12:00	1.25	13:15	PFRT	Perforating	R/U E-line, P/up stg #9 4.625" 10K Fast Drill CBP and Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference on 11/8/11. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 6568', with 1450 psi, pulled up and perforated stg #9 intervals from 6392' to 6542'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #9.

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
13:15	1.25	14:30	FRAC	Frac. Job	Pressure tested treating iron @ 8500 psi. Stg #9 of 9, Zone Stg Black Shale, Water Temp @ 70 *, Open Well @ 13:26 Hrs, @ 1439 psi, 0 Surface and Frac Mandrel, 0 psi, Formation Break Down @ 8.7 bpm, 1585 psi. Started on 15%HCL @ 9.7 bpm 1606 psi, Pumped Bioballs @ 29.9 bpm 2123 psi.Total Bbls of 15% HCL Pump 93 bbls & Bio-Balls pumped 78, seen good ball action, surged 3 times, waiting for 15 minutes. Started on 3% KCL Slick Water pad @ 70.1 bpm, 3434 psi, shut down for ISIP & Open Perforation = 22 out of 39 shots, ISIP = 1693 psi, .70 Frac Gradient. Started on X-link pad /1# 100 mesh @ bpm, 71.0 psi Start 1#/ Gal 20/40 Prem White sand,71.2 bpm, 3074 psi 1# 71.2 bpm, 3074 psi 1# On perfs bpm 71.2 @ 3090 psi 2# 71.2 bpm, 3070 psi 2# On perfs bpm 71.2 @ 2941 psi 3# 71.0 bpm, 2909 psi 3# On perfs bpm 71.1 @ 2731 psi 3.5# 71.2 bpm, 2651 psi 3.5# On perfs bpm 71.1 @ 2655 psi 4# 71.2 bpm, 2651 psi 4# On perfs bpm 71.1 @ 2528 psi On Flush @ 71.1 bpm, 2626 psi Final Injection, 71.1 bpm, 2626 psi Open Perforation = 29 out of 39 shots, ISDP, 1913 psi, 0.74 Frac Gradient. Max Rate 71.4 bpm, Max Pressure 5228 psi. Avg Rate 71.4 bpm, Avg Pressure 3297 psi Total X-link fluids pumped: 61,323 gals Total Slick water Pad pumped: 56,143 gals Total fluid in bbls pumped: 2849 bbls Total Prem White Sand pumped, 20/40 Prem White = 121,580#, Total 100 Mesh Sand Pumped: 14,380#. Job was completed as designed.
14:30	1.00	15:30	WLWK	Wireline	RIH and set kill plug @ 6360' with1250 psi on the casing, Pooh with e-line.
15:30	4.00	19:30	SRIG	Rig Up/Down	Secured frac tree, safety meeting on rigging down frac equipment. RDMO Halliburton and SLB, Freeze Protected well head.
19:30	10.50	06:00	LOCL	Lock Wellhead & Secure	Batch frac tanks and prep location for work over rig.

14-8D-45 BTR 11/19/2011 06:00 - 11/20/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	2.00	09:00	GOP	General Operations	Set Anchors.
09:00	1.00	10:00	SRIG	Rig Up/Down	MIRU w/o Rig
10:00	0.50	10:30	BOPI	Install BOP's	ND Goat Head & Frac Tree, NU BOP & Annullar.
10:30	0.50	11:00	SRIG	Rig Up/Down	RU work Floor & Tbg. equip.
11:00	1.00	12:00	GOP	General Operations	Unload 279 Jts. of 2 7/8" L80 EUE Tbg.
12:00	3.00	15:00	RUTB	Run Tubing	PU 4 3/4" Chomp Mill, 1 Jt. 2 7/8" L80 EUE Tbg., 2.205" XN Nipple, 1 Jt., 2.313 X Nipple, Cont. PU Tbg. Tag Kill Plug @ 6360'. Lay 6 Jt. down.
15:00	1.00	16:00	SRIG	Rig Up/Down	RU Power Swivel.
16:00	14.00	06:00	LOCL	Lock Wellhead & Secure	Secure well, SDFN.

14-8D-45 BTR 11/20/2011 06:00 - 11/21/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meetng.

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
07:30	10.00	17:30	DOPG	Drill Out Plugs	Establish Circ. w/ rig pump @ 1 Bbls./min. Returning Thru Flowback manifold to Open top tank. Returning no more than 2 Bbls./min. Thru-out the drill out. Drill Plugs as Follows: Plg.@ 6360' Csg.-800# Plg.@ 6568', 20' of sand Csg.-800# Plg.@ 6760', 15' of sand Csg.-800# Plg.@ 6950', 45' of sand Csg.-850# Plg.@ 7172', 20' of sand Csg.-850# Plg.@ 7390'. 25' of sand Csg.-700# Plg.@ 7628', 20' of sand Csg.-700# Plg.@ 7800'. 15' of sand Csg.-700# Circulate bottoms up. Increased Pump rate to 2 Bbls./min. and increased return rate to 3 Bbls./min. Cont. Flowing Csg. Recovered 160 Bbls.
17:30	1.00	18:30	GOP	General Operations	Drain up rig pump & Flowback iron. Tarp in well head.
18:30	11.50	06:00	FBCK	Flowback Well	WSI.

14-8D-45 BTR 11/21/2011 06:00 - 11/22/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50567	Utah	Duchesne	Black Tail Ridge	PRODUCING	7,819.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI. SICP-900#
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	2.50	10:00	DOPG	Drill Out Plugs	Make Connections to next plug. Establish Circ. w/Rig pump @ 1.5 Bbls./min. Drill out plug @7976', 35' of sand Csg.-750# Clean out to FC @ 8286', 130' of sand. Csg.-750# Circulate bottoms up. Total fluid for drill out 750 Bbls.
10:00	0.50	10:30	SRIG	Rig Up/Down	RD Power swivel

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
10:30	1.50	12:00	PULT	Pull Tubing	Lay down tbg. to landing depth. Wash bowl w/10 Bbls., PU Hanger & Stage thru BOP stack. Land Tbg. as follows: Tubing Des: Tubing - Production Set Depth (ftKB): 6,341.5 Run Date: 2011/11/21 12:00 Pull Date: Tubing Components

Jts	Item Des	OD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top (ftKB)	Btm (ftKB)
1	Tubing Hanger	5	2.441	6.5	L-80	0.4	0	0.4
198	Tubing	2 7/8	2.441	6.5	L-80	6,274.39	0.4	6,274.80
1	X- Nipple	2 7/8	2.313	6.5	L-80	1.13	6,274.80	6,275.90
1	Tubing	2 7/8	2.441	6.5	L-80	31.71	6,275.90	6,307.70
1	XN-Nipple	2 7/8	2.205	6.5	L-80	1.25	6,307.70	6,308.90
1	Tubing	2 7/8	2.441	6.5	L-80	31.65	6,308.90	6,340.60
1	Pump Off Bit Sub	3 1/8	2.441			0.95	6,340.60	6,341.50

12:00	0.50	12:30	BOPR	Remove BOP's	ND BOP, NU Production Tree. Tie in sales line. Tie in Sand can to sales line.
12:30	0.50	13:00	GOP	General Operations	Drop Ball, Pump off bit 1400# to shear, Chase w 30 Bbls. @ 5 Bbls./min.
13:00	1.00	14:00	SRIG	Rig Up/Down	RDMO w/o rig, Hand well over to production
14:00	16.00	06:00	FBCK	Flowback Well	Tbg. flowing to sales.

CONFIDENTIAL

Form 3160-4
(August 2007)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. Lease Serial No. 1420H626265

1a. Type of Well ☒ Oil Well ☐ Gas Well ☐ Dry ☐ Other
b. Type of Completion ☒ New Well ☐ Work Over ☐ Deepen ☐ Plug Back ☐ Diff. Resvr.
Other

6. If Indian, Allottee or Tribe Name

7. Unit or CA Agreement Name and No.

2. Name of Operator: BILL BARRETT CORPORATION — Contact: MEGAN FINNEGAN — E-Mail: mfinnegan@billbarrettcorp.com

8. Lease Name and Well No.: 14-8D-45 BTR

3. Address: 1099 18TH STREET SUITE 2300, DENVER, CO 80202

3a. Phone No. (include area code): Ph: 303-299-9949

9. API Well No.: 43-013-50567

4. Location of Well (Report location clearly and in accordance with Federal requirements)*

At surface: SESW 698FSL 2522FWL

At top prod interval reported below: SESW 768FSL 1957FWL

At total depth: SESW 763FSL 1943FWL

10. Field and Pool, or Exploratory: ALTAMONT

11. Sec., T., R., M., or Block and Survey or Area: Sec 8 T4S R5W Mer UBM

12. County or Parish: DUCHESNE

13. State: UT

14. Date Spudded: 09/10/2011

15. Date T.D. Reached: 10/28/2011

16. Date Completed: ☐ D & A ☒ Ready to Prod. 11/21/2011

17. Elevations (DF, KB, RT, GL)*: 6328 GL

18. Total Depth: MD 8381 TVD 8324

19. Plug Back T.D.: MD 8287 TVD ~~8219~~ 8210

20. Depth Bridge Plug Set: MD TVD

21. Type Electric & Other Mechanical Logs Run (Submit copy of each)
CBL, QUAD COMBO, BOREHOLE, MUD

22. Was well cored? ☒ No ☐ Yes (Submit analysis)
Was DST run? ☒ No ☐ Yes (Submit analysis)
Directional Survey? ☐ No ☒ Yes (Submit analysis)

23. Casing and Liner Record *(Report all strings set in well)*

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND	84.0	0	96	96			0	
14.750	10.750 J-55	45.5	0	3001	3000	1340	615	0	
9.875	5.500 P-110	17.0	0	8381	8375	1895	656	2792	15000

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	6342							

25. Producing Intervals / 26. Perforation Record

	Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A)	GREEN RIVER	6392	7154	6392 TO 7154	0.440	147	OPEN
B)	WASATCH	7177	8176	7177 TO 8176	0.440	198	OPEN
C)							
D)							

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
6392 TO 7154	GREEN RIVER: SEE TREATMENT STAGES 6 - 9
7177 TO 8176	WASATCH: SEE TREATMENT STAGES 1 - 5

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
11/21/2011	11/23/2011	24	→	811.0	973.0	1446.0	52.0		FLOWS FROM WELL

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
26/64	965	1625.0	→	811	973	1446	1200	POW

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
			→					

RECEIVED
JAN 10 2012
DIV. OF OIL, GAS & MINING

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #127690 VERIFIED BY THE BLM WELL INFORMATION SYSTEM
**** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ****

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
			→					

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						

Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status
			→					

29. Disposition of Gas *(Sold, used for fuel, vented, etc.)*
SOLD

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth
				GREEN RIVER	2594
				MAHOGANY	3225
				DOUGLAS CREEK	5523
				BLACK SHALE	6389
				CASTLE PEAK	6636
				UTELAND BUTTE	6926
				WASATCH	7162
				TD	8381

32. Additional remarks (include plugging procedure):
TOC was calculated by CBL. First gas sales was on 11/21/2011. First oil sales was on 11/23/2011. Conductor was cemented with grout. Attached is Treatment Data.

33. Circle enclosed attachments:

1. Electrical/Mechanical Logs (1 full set req'd.)
2. Geologic Report
3. DST Report
4. Directional Survey
5. Sundry Notice for plugging and cement verification
6. Core Analysis
7 Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #127690 Verified by the BLM Well Information System.
For BILL BARRETT CORPORATION, sent to the Vernal

Name *(please print)* MEGAN FINNEGAN Title PERMIT ANALYST

Signature (Electronic Submission) Date 01/10/2012

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fradulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

CONFIDENTIAL

14-8D-45 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
Stage	***BBLS Slurry***	***lbs 20/40 White Sand***	***lbs 100 Mesh Sand***	***lbs 20/40 CRC Sand***
1	3,188			143,700
2	3,639			166,800
3	3,345			150,000
4	4,011			179,220
5	3.387	157,400		
6	3,859	166,500	20,700	
7	3,613	156,300	19,000	
8	3,088	167,300	20,800	
9	3,036	121,580	14,380	

*Depth intervals for frac information same as perforation record intervals.

RECEIVED
JAN 1 0 2012
DIV. OF OIL, GAS & MINING

CONFIDENTIAL

Bill Barrett Corp

Duchesne County, UT (NAD 1927)
Sec. 8-T4S-R5W
14-8D-45 BTR

Plan A Rev 1

Design: Sperry MWD Survey

Sperry Drilling Services

Standard Report

02 November, 2011

Well Coordinates: 660,474.07 N, 2,286,862.40 E (40° 08' 31.79" N, 110° 28' 25.94" W)
Ground Level: 6,327.00 ft

Local Coordinate Origin:	Centered on Well 14-8D-45 BTR
Viewing Datum:	RKB 16' @ 6343.00ft (Patterson 506)
TVDs to System:	N
North Reference:	True
Unit System:	API - US Survey Feet - Custom

Geodetic Scale Factor Applied
Version: 2003.16 Build: 43I

HALLIBURTON

SPERRY-SUN DRILLING SERVICES

CERTIFIED SURVEY WORK SHEET

OPERATOR:	Bill Barrett Corp.
WELL:	14-8D-45 BTR
FIELD:	Black Tail Ridge
RIG:	Patterson 506
LEGALS:	Sec.8-T4S-R5W
COUNTY:	Duchesne
STATE:	Utah
CAL. METHOD:	Min. Curv.
MAG. DECL. APPLIED:	11.49
VERTICAL SEC. DIR. :	282.510

SSDS Job Number :	8457373
Start Date of Job :	10/9/2011
End Date of Job :	10/29/2011
Lead Directional Driller:	Wesley Cline
	Glen Kumm
	Paul St.Onge
SSDS MWD Engineers :	Brady Harrington
	Dustin White

Geo Pilot Engineer :

	Main Hole ==========>		1st Side Track ========>		2nd Side Track ========>		3rd Side Track ========>		4th Side Track ========>	
Surface Casing	2999.00	Tie-on		Tie On		Tie On		Tie On		Tie On
First Wireline Survey		SS		MWD						
Last Wireline Survey		SS								
KOP Depth/Sidetrack MD		KOP		KOP-ST1		KOP-ST2		KOP-ST3		KOP-ST4
MWD Tie-on										
First MWD Survey Depth	132.00	MWD		MWD		MWD		MWD		MWD
Last MWD Survey Depth	8330.00	MWD		MWD		MWD		MWD		MWD
Bit Extrapolation @ TD	8381.00	T.D.		T.D.		T.D.		T.D.		T.D.

The following Sperry Drilling Services personnel, certify the above survey information to be accurate to the best of our knowledge:

Print Name : Wesley Cline	Print Name : Glen Kumm	Print Name :
Sign Name :	Sign Name :	Sign Name :
Print Name : Brady Harrington	Print Name : Dustin White	Print Name : 0
Sign Name :	Sign Name :	Sign Name :

Examples of Survey Types:	TieOn	Tie On to Surface Casing (Assumed Vertical), Tie On to existing MWD Survey (prior drilled hole)
	MWD	Sperry-Sun Drilling Services (SSDS) Measurement While Drilling (MWD) Survey's
	ESS	Sperry-Sun Drilling Services (SSDS) Electronic Survey System (ESS) Survey's
	Gyro	Gyro Survey's ; Provided by third party vendor, or by Sperry-Sun Drilling Services (SSDS)
	SS	Single Shot (SS) Survey's ; Provided by Sperry-Sun Drilling Services (SSDS) or third party vendor.

CONFIDENTIAL

Design Report for 14-8D-45 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
132.00	1.38	293.47	131.99	0.63	-1.46	1.56	1.05
First Sperry MWD Survey							
196.00	1.43	287.41	195.97	1.18	-2.93	3.11	0.24
258.00	1.32	284.90	257.95	1.59	-4.36	4.60	0.20
320.00	1.39	282.44	319.93	1.94	-5.78	6.06	0.15
378.00	1.49	281.45	377.91	2.24	-7.21	7.52	0.18
440.00	1.48	290.75	439.89	2.68	-8.74	9.12	0.39
501.00	1.40	288.94	500.87	3.21	-10.19	10.64	0.15
562.00	1.18	276.79	561.86	3.52	-11.51	12.00	0.57
622.00	1.18	265.80	621.85	3.55	-12.74	13.21	0.38
683.00	1.40	256.75	682.83	3.33	-14.10	14.48	0.49
744.00	1.17	253.51	743.82	2.99	-15.42	15.70	0.40
805.00	0.78	248.11	804.81	2.65	-16.40	16.59	0.66
866.00	0.97	228.25	865.80	2.15	-17.17	17.23	0.58
927.00	1.23	216.96	926.79	1.29	-17.95	17.80	0.55
990.00	1.43	207.39	989.77	0.05	-18.72	18.28	0.47
1,053.00	1.25	210.90	1,052.75	-1.24	-19.43	18.70	0.31
1,117.00	1.19	214.31	1,116.74	-2.39	-20.17	19.17	0.15
1,180.00	1.41	213.30	1,179.72	-3.57	-20.96	19.69	0.35
1,244.00	1.58	211.38	1,243.70	-4.99	-21.85	20.25	0.28
1,307.00	1.89	218.84	1,306.67	-6.54	-22.96	20.99	0.61
1,371.00	1.64	216.66	1,370.64	-8.09	-24.16	21.84	0.40
1,434.00	1.64	199.44	1,433.62	-9.67	-25.00	22.32	0.78
1,497.00	0.76	203.68	1,496.60	-10.90	-25.47	22.50	1.40
1,561.00	0.40	224.10	1,560.60	-11.45	-25.80	22.70	0.64
1,624.00	0.82	281.77	1,623.60	-11.51	-26.39	23.27	1.10
1,688.00	1.55	280.95	1,687.58	-11.26	-27.69	24.59	1.14
1,752.00	1.48	268.74	1,751.56	-11.11	-29.37	26.26	0.52
1,815.00	1.44	255.15	1,814.54	-11.33	-30.94	27.75	0.55
1,879.00	1.49	237.70	1,878.52	-11.98	-32.42	29.06	0.70
1,941.00	1.30	233.51	1,940.50	-12.83	-33.67	30.09	0.35
2,004.00	1.14	225.43	2,003.49	-13.70	-34.69	30.90	0.37
2,068.00	1.12	224.94	2,067.47	-14.58	-35.59	31.58	0.03
2,131.00	0.99	227.95	2,130.46	-15.39	-36.43	32.23	0.22
2,195.00	1.04	211.95	2,194.45	-16.25	-37.14	32.74	0.45
2,258.00	1.09	220.13	2,257.44	-17.19	-37.83	33.21	0.25
2,322.00	1.26	228.61	2,321.43	-18.12	-38.75	33.91	0.38
2,385.00	1.56	232.83	2,384.41	-19.10	-39.96	34.87	0.50
2,448.00	1.73	233.40	2,447.38	-20.18	-41.40	36.05	0.27
2,511.00	1.82	227.73	2,510.35	-21.42	-42.91	37.25	0.31
2,575.00	2.22	228.17	2,574.31	-22.93	-44.58	38.56	0.63
2,638.00	2.27	221.03	2,637.27	-24.69	-46.31	39.86	0.45
2,702.00	2.52	217.04	2,701.21	-26.77	-47.99	41.05	0.47
2,766.00	2.80	207.30	2,765.14	-29.28	-49.56	42.04	0.83
3,024.00	4.05	199.33	3,022.68	-43.48	-55.46	44.73	0.52
3,074.00	3.80	203.83	3,072.56	-46.66	-56.72	45.26	0.79
3,137.00	2.38	215.32	3,135.47	-49.64	-58.32	46.18	2.45
3,200.00	1.92	228.53	3,198.42	-51.40	-59.86	47.31	1.07
3,264.00	0.87	289.97	3,262.41	-51.95	-61.12	48.42	2.64

Design Report for 14-8D-45 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,327.00	1.73	305.33	3,325.39	-51.23	-62.35	49.77	1.46
3,390.00	2.16	294.38	3,388.35	-50.19	-64.20	51.81	0.90
3,454.00	2.94	286.08	3,452.29	-49.24	-66.88	54.63	1.35
3,518.00	3.91	286.36	3,516.17	-48.17	-70.55	58.44	1.52
3,581.00	4.95	288.56	3,578.98	-46.70	-75.19	63.29	1.67
3,645.00	5.68	284.10	3,642.71	-45.05	-80.88	69.20	1.31
3,708.00	6.78	283.51	3,705.34	-43.42	-87.52	76.03	1.75
3,772.00	7.83	285.62	3,768.82	-41.37	-95.39	84.16	1.69
3,835.00	8.95	287.58	3,831.14	-38.73	-104.20	93.33	1.83
3,899.00	9.98	287.82	3,894.27	-35.53	-114.22	103.81	1.61
3,962.00	11.10	287.74	3,956.21	-32.01	-125.19	115.29	1.78
4,026.00	12.83	287.73	4,018.81	-27.97	-137.83	128.50	2.70
4,089.00	13.71	286.63	4,080.13	-23.70	-151.65	142.91	1.45
4,153.00	14.05	286.24	4,142.26	-19.36	-166.37	158.23	0.55
4,217.00	14.65	286.52	4,204.26	-14.89	-181.59	174.05	0.94
4,280.00	15.10	287.12	4,265.15	-10.21	-197.07	190.18	0.75
4,344.00	14.80	285.98	4,326.99	-5.50	-212.90	206.65	0.66
4,407.00	14.58	284.53	4,387.93	-1.30	-228.31	222.61	0.68
4,470.00	14.78	282.96	4,448.87	2.50	-243.82	238.57	0.71
4,534.00	15.09	282.30	4,510.71	6.10	-259.91	255.06	0.55
4,597.00	15.03	282.54	4,571.54	9.62	-275.90	271.43	0.14
4,661.00	15.07	285.17	4,633.35	13.60	-292.03	288.04	1.07
4,724.00	14.94	287.16	4,694.20	18.14	-307.69	304.32	0.84
4,788.00	14.68	287.99	4,756.08	23.08	-323.29	320.61	0.52
4,851.00	14.32	288.51	4,817.07	28.02	-338.27	336.31	0.61
4,914.00	14.80	288.57	4,878.05	33.05	-353.28	352.06	0.76
4,977.00	14.18	286.90	4,939.04	37.86	-368.30	367.75	1.19
5,041.00	13.53	285.01	5,001.18	42.08	-383.03	383.05	1.24
5,104.00	13.28	285.46	5,062.46	45.91	-397.12	397.64	0.43
5,168.00	13.23	286.86	5,124.76	50.00	-411.21	412.28	0.51
5,231.00	12.60	284.88	5,186.17	53.85	-424.75	426.33	1.22
5,294.00	12.18	282.90	5,247.70	57.10	-437.87	439.84	0.95
5,358.00	11.50	283.52	5,310.34	60.10	-450.66	452.98	1.08
5,421.00	11.25	283.88	5,372.10	63.04	-462.73	465.40	0.41
5,485.00	10.61	283.28	5,434.94	65.89	-474.52	477.53	1.02
5,548.00	10.04	285.13	5,496.92	68.66	-485.47	488.82	1.05
5,612.00	9.42	285.19	5,560.00	71.49	-495.91	499.62	0.97
5,675.00	8.99	281.84	5,622.18	73.85	-505.70	509.69	1.09
5,738.00	8.53	280.05	5,684.45	75.67	-515.12	519.28	0.85
5,801.00	7.83	277.17	5,746.81	77.03	-523.98	528.22	1.29
5,864.00	6.54	273.84	5,809.31	77.80	-531.82	536.04	2.15
5,928.00	5.83	266.30	5,872.94	77.84	-538.70	542.77	1.68
5,991.00	5.52	261.30	5,935.63	77.17	-544.89	548.67	0.93
6,055.00	4.87	253.00	5,999.37	75.91	-550.53	553.90	1.55
6,118.00	4.17	246.03	6,062.17	74.20	-555.18	558.07	1.41
6,181.00	3.12	246.23	6,125.05	72.58	-558.84	561.29	1.67
6,245.00	2.22	249.14	6,188.98	71.43	-561.59	563.73	1.42
6,308.00	1.81	246.01	6,251.94	70.59	-563.64	565.55	0.67
6,372.00	1.39	242.39	6,315.91	69.82	-565.25	566.96	0.67
6,436.00	1.51	238.43	6,379.89	69.02	-566.66	568.16	0.24
6,499.00	0.57	247.77	6,442.88	68.47	-567.66	569.01	1.51

Design Report for 14-8D-45 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,563.00	0.90	336.90	6,506.88	68.81	-568.15	569.56	1.65
6,626.00	0.54	330.66	6,569.87	69.53	-568.49	570.05	0.58
6,690.00	0.59	294.01	6,633.87	69.92	-568.94	570.57	0.56
6,753.00	0.45	308.04	6,696.87	70.21	-569.43	571.11	0.30
6,817.00	0.62	347.60	6,760.86	70.70	-569.70	571.49	0.62
6,880.00	1.04	348.51	6,823.86	71.59	-569.89	571.86	0.67
6,943.00	1.03	348.27	6,886.85	72.71	-570.12	572.33	0.02
7,007.00	0.65	296.86	6,950.84	73.43	-570.56	572.92	1.26
7,070.00	0.68	265.14	7,013.84	73.56	-571.25	573.62	0.58
7,133.00	0.70	247.10	7,076.83	73.38	-571.98	574.29	0.34
7,197.00	0.57	339.45	7,140.83	73.53	-572.45	574.78	1.44
7,261.00	0.50	328.44	7,204.83	74.07	-572.71	575.15	0.19
7,324.00	0.36	297.77	7,267.82	74.39	-573.02	575.53	0.42
7,388.00	0.29	263.70	7,331.82	74.47	-573.36	575.88	0.32
7,451.00	0.70	10.96	7,394.82	74.83	-573.45	576.04	1.32
7,515.00	1.57	43.52	7,458.81	75.85	-572.77	575.60	1.64
7,578.00	1.34	39.27	7,521.79	77.04	-571.71	574.82	0.40
7,642.00	0.91	48.30	7,585.78	77.96	-570.86	574.19	0.72
7,705.00	0.56	45.89	7,648.77	78.51	-570.26	573.73	0.56
7,769.00	0.19	102.22	7,712.77	78.70	-569.93	573.45	0.75
7,832.00	0.38	156.22	7,775.77	78.49	-569.75	573.22	0.49
7,896.00	0.99	216.45	7,839.77	77.85	-569.99	573.32	1.35
7,958.00	1.41	214.95	7,901.75	76.80	-570.75	573.83	0.68
8,022.00	1.54	215.05	7,965.73	75.45	-571.69	574.46	0.20
8,085.00	1.68	222.31	8,028.71	74.07	-572.80	575.24	0.39
8,149.00	2.01	215.63	8,092.67	72.46	-574.08	576.15	0.61
8,212.00	2.27	213.16	8,155.63	70.52	-575.41	577.02	0.44
8,275.00	2.24	213.92	8,218.58	68.46	-576.78	577.91	0.07
8,330.00	2.53	213.27	8,273.53	66.55	-578.04	578.73	0.53
Final Sperry MWD Survey							
8,381.00	2.53	213.27	8,324.48	64.67	-579.28	579.53	0.00
Straight Line Projection to TD							

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	Local Coordinates +E/-W (ft)	Comment
132.00	131.99	0.63	-1.46	First Sperry MWD Survey
8,330.00	8,273.53	66.55	-578.04	Final Sperry MWD Survey
8,381.00	8,324.48	64.67	-579.28	Straight Line Projection to TD

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/_S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	14-8D-45 BTR_Plan A-1_BHL Tgt	282.51	Slot	0.00	0.00	0.00

Design Report for 14-8D-45 BTR - Sperry MWD Survey

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
132.00	8,381.00	Sperry MWD Surveys	MWD

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
14-8D-45 BTR_Setbac	0.00	0.00	0.00	0.00	0.00	660,474.07	2,286,862.40	40° 8' 31.790 N	110° 28' 25.939 W
- actual wellpath hits target center									
- Polygon									
Point 1				-1,862.00	-38.00	660,414.72	2,285,001.12		
Point 2				2,112.00	-38.00	660,460.30	2,288,974.51		
Point 3				2,112.00	1,946.00	662,444.00	2,288,951.75		
Point 4				-1,862.00	1,942.00	662,394.42	2,284,978.41		
Point 5				-1,862.00	-38.00	660,414.72	2,285,001.12		
14-8D-45 BTR_Plan A-	0.00	0.00	5,876.00	116.02	-522.83	660,584.07	2,286,338.32	40° 8' 32.937 N	110° 28' 32.671 W
- actual wellpath misses target center by 41.44ft at 5929.08ft MD (5874.02 TVD, 77.83 N, -538.81 E)									
- Rectangle (sides W200.00 H200.00 D2,495.00)									
14-8D-45 BTR_Sectior	0.00	0.00	0.00	0.00	0.00	660,474.07	2,286,862.40	40° 8' 31.790 N	110° 28' 25.939 W
- actual wellpath hits target center									
- Polygon									
Point 1				-2,522.00	-698.00	659,747.25	2,284,348.79		
Point 2				2,772.00	-698.00	659,807.98	2,289,641.98		
Point 3				2,772.00	1,946.00	662,451.57	2,289,611.65		
Point 4				-2,522.00	1,942.00	662,386.85	2,284,318.51		
Point 5				-2,522.00	-698.00	659,747.25	2,284,348.79		
14-8D-45 BTR_Plan A-	0.00	0.00	8,371.00	116.02	-522.83	660,584.07	2,286,338.32	40° 8' 32.937 N	110° 28' 32.671 W
- actual wellpath misses target center by 89.37ft at 8381.00ft MD (8324.48 TVD, 64.67 N, -579.28 E)									
- Point									
14-8D-45 BTR_SHL	0.00	0.00	0.00	0.00	0.00	660,474.07	2,286,862.40	40° 8' 31.790 N	110° 28' 25.939 W
- actual wellpath hits target center									
- Point									

North Reference Sheet for Sec. 8-T4S-R5W - 14-8D-45 BTR - Plan A Rev 1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to RKB 16' @ 6343.00ft (Patterson 506). Northing and Easting are relative to 14-8D-45 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is 111° 30' 0.000 W°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991316

Grid Coordinates of Well: 660,474.07 ft N, 2,286,862.40 ft E

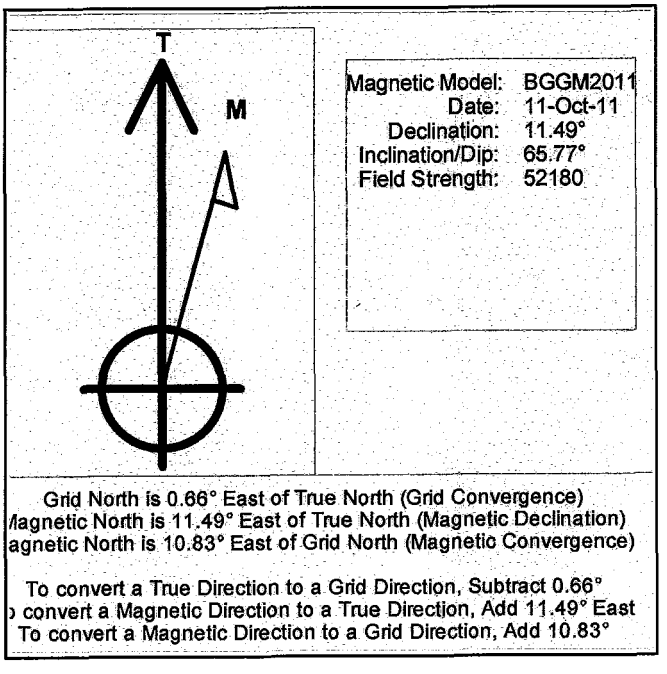
Geographical Coordinates of Well: 40° 08' 31.79" N, 110° 28' 25.94" W

Grid Convergence at Surface is: 0.66°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,381.00ft

the Bottom Hole Displacement is 582.88ft in the Direction of 276.37° (True).

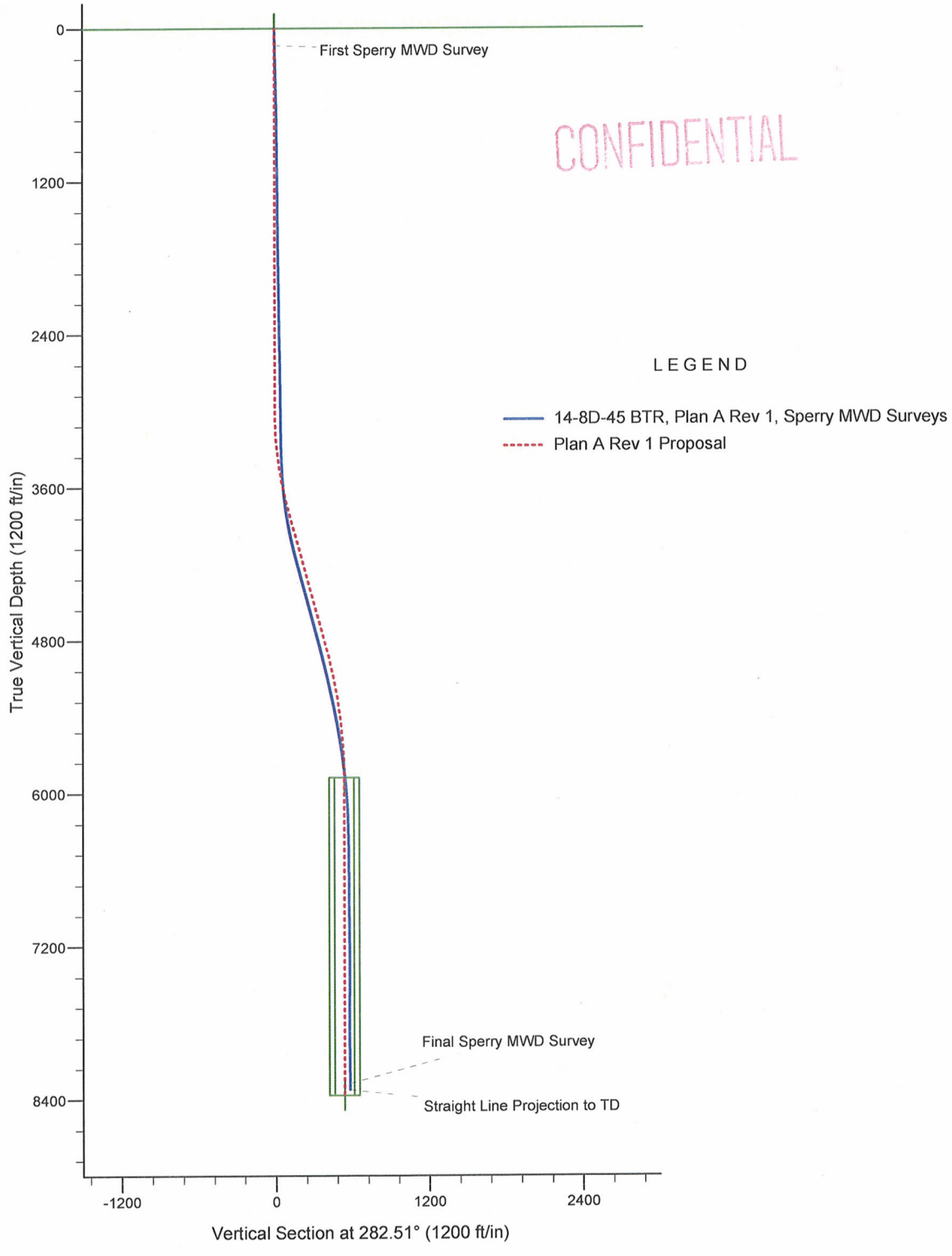
Magnetic Convergence at surface is: -10.83° (11 October 2011, , BGGM2011)



Project: Duchesne County, UT (NAD 1927)
Site: Sec. 8-T4S-R5W
Well: 14-8D-45 BTR

Bill Barrett Corp

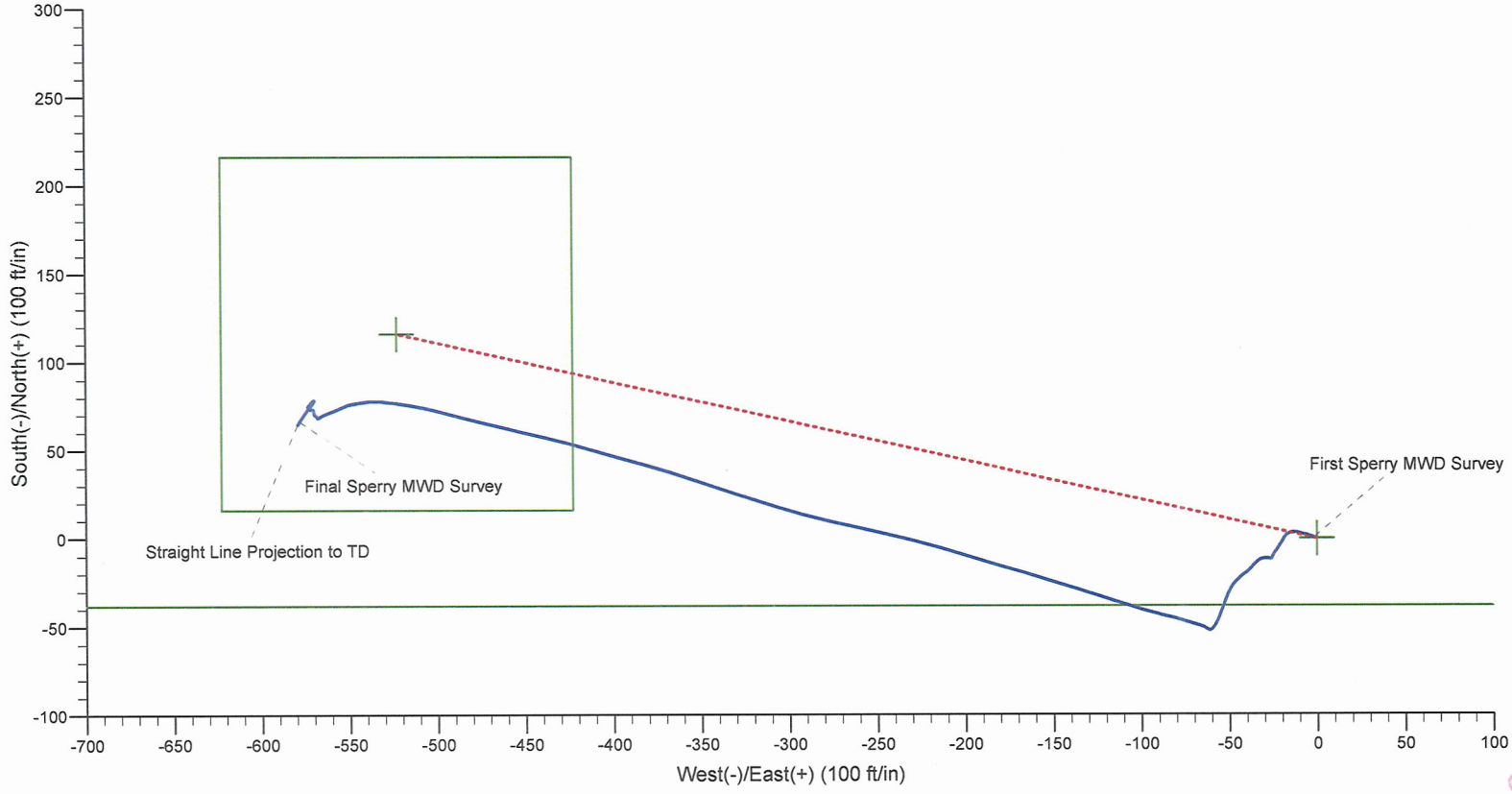
HALLIBURTON
Sperry Drilling



Project: Duchesne County, UT (NAD 1927)
Site: Sec. 8-T4S-R5W
Well: 14-8D-45 BTR

Bill Barrett Corp

HALLIBURTON
Sperry Drilling



LEGEND

14-8D-45 BTR, Plan A Rev 1, Sperry MWD Surveys
Plan A Rev 1 Proposal

CONFIDENTIAL

Sundry Number: 26063 API Well Number: 43013505670000

FEDERAL APPROVAL OF THIS ACTION IS NECESSARY

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
14-20-H62-6265

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
Ute

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
14-8D-45 BTR

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43013505670000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8164 Ext

9. FIELD and POOL or WILDCAT:
ALTAMONT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
0698 FSL 2522 FWL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: SESW Section: 08 Township: 04.0S Range: 05.0W Meridian: U

COUNTY:
DUCHESNE

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 5/31/2012	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	✓ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC hereby requests permission to flare tribal lease wells in our Blacktail Ridge development area located in the Starvation area while El Paso upgrades their existing 6-inch pipeline to a 12-inch to handle current gas production rates. Current operating pressures are approximately 100 psi and the upgrade of the existing line will eliminate the current back pressure concerns such as reservoir damage, surface facility safety issues, production curtailment and lower wellbore recoveries. Additional details are attached.

Accepted by the Utah Division of Oil, Gas and Mining

Date: June 14, 2012

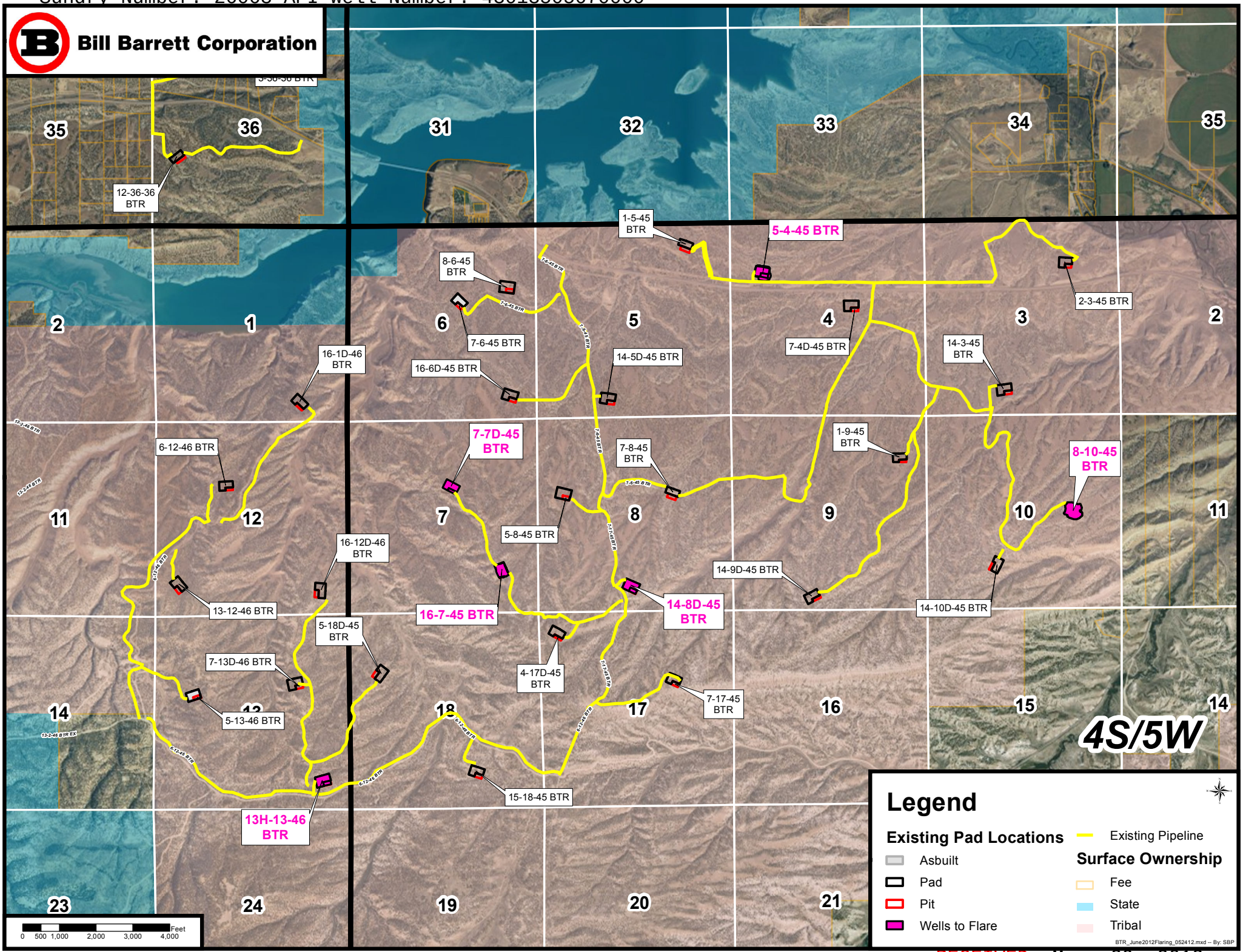
By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Venessa Langmacher	303 312-8172	Senior Permit Analyst
SIGNATURE		**DATE**
N/A		5/29/2012

RECEIVED: May. 29, 2012

The gas will be flared at the six locations shown on the attached map (5-4-45, 7-7D-45, 8-10-45, 13H-13-46, 14-8D-45, or 16-7-45 wellsites). The flares utilized for combusting the gas have a combustion efficiency of approximately 98%. There are no other delivery points besides the bridge crossing at this point; therefore, associated gas from the oil wells will be flared to continue production of tribal minerals. BBC is requesting flare approval from May 31, 2012 to July 31, 2012 to allow for any potential construction delays. BBC would immediately begin flowing to the pipeline at such time construction is complete. Emergency Dispatch will be notified of the flaring operations. The flaring will also be monitored 24 hours a day by BBC personnel. BBC will still be metering the gas at the wellhead to continue royalty payments. BBC has spoken with the tribe and received their acceptance 05/24/2012 and received BLM sundry approval on 5/24/12.

RECEIVED: May. 29, 2012



RECEIVED: May. 29, 2012

Division of Oil, Gas and Mining
Operator Change/Name Change Worksheet-for State use only

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666		Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668		Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696		Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697		Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700		Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803		Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804		Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805		Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806		Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807		Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808		Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809		Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812		Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847		Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848		Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850		Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862		Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871		Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872		Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897		Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905		Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907		Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974		Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975		Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001		Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002		Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007		Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008		Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009		Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010		Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016		Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030		Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031		Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055		Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057		Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059		Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060		Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092		Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096		Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115		Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116		Indian	Fee	OW	APD

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

LC Tribal 5-25-46	25	040S	060W	4301352126	Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161	Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175	Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176	Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186	Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944	Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945	Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946	Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947	Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056	Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057	Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059	Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060	Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061	Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066	Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067	Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068	Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069	Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070	Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071	Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072	Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075	Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076	Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077	Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078	Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079	Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080	Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081	Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082	Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083	Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084	Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085	Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122	Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123	Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124	Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125	Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126	Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127	Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128	Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130	Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132	Indian	Indian	OW	APD

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation
To: Rig II, LLC
Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA

Bill Barrett Corporation

October 20, 2016

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD formchanging the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:
RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone:(801) 683-4245
Fax:(801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley

Brady Riley
Permit Analyst

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)	
6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A	
7. UNIT or CA AGREEMENT NAME:	
1. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ OTHER	8. WELL NAME and NUMBER: (see attached well list)
2. NAME OF OPERATOR: RIG II, LLC N4055	9. API NUMBER:
3. ADDRESS OF OPERATOR: 1582 West 2600 South CITY Wood Cross STATE UT ZIP 84087 / PHONE NUMBER: (801) 683-4245	10. FIELD AND POOL, OR WILDCAT:
4. LOCATION OF WELL — FOOTAGES AT SURFACE: (see attached well list)	COUNTY:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:	STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit In Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: 11/1/2016	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER:
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO Rig II, LLC BY BILL BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
801-683-4245
(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N2165

Duane Zavadil NAME (PLEASE PRINT)

SIGNATURE

Senior Vice President - EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain NAME (PLEASE PRINT)

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain TITLE Manager

SIGNATURE DATE 10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

DIV. OIL GAS & MINING

BY: Rachel Medina

(5/2000) (See Instructions on Reverse Side)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
✓	**Transfer approved Application for Permit to Drill to new operator**
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	**Yes**	**No**
If located on private land, has the ownership changed?	✓	
If so, has the surface agreement been updated?		✓
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?		✓
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?		✓
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?		✓
Has the approved source of water for drilling changed?		✓
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?		✓
Is bonding still in place, which covers this proposed well? Bond No. 9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA	✓	

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager

Signature Jesse McSwain Date 10/20/16

Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

(3/2004)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

Well Name and Number	API Number
6-32-36 BTR SWD	4301350921
Location of Well	Field or Unit Name
Footage : 1628 FNL 1553 FWL County : DUCHENSE	CEDAR RIM
QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:

Name: Duane Zavadil
Signature:
Title: Senior Vice President - EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature:
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by:
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

(5/2000)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

Well Name and Number	API Number
16-6D-46 BTR SWD	4301350781
Location of Well	Field or Unit Name
Footage : 0200 FSL 0099 FEL County : DUCHESNE	ALTAMONT
QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:

Name: Duane Zavadil
Signature: [signature]
Title: Senior Vice President - EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: [signature]
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: [signature]
Title: UIC

Approval Date: 11/3/16

Comments:

(5/2000)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

Well Name and Number	API Number
SWD 9-36 BTR	4301350646
Location of Well	Field or Unit Name
Footage : 0539 FSL 0704 FEL County : DUCHESNE	CEDAR RIM
QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:

Name: Duane Zavadil
Signature: [signature]
Title: Senior Vice President - EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: [signature]
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments: This well was approved by USEPA. EPA approval will be required.

(5/2000)